

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Certificate of Conversion		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Priority Power Management, Ltd (Priority Power Management, LP)		12/18/2007	LIMITED PARTNERSHIP: TEXAS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Priority Power Management LLC		
<b>Street Address:</b>	303 Wall Street, Suite 1700		
<b>City:</b>	Midland		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	79701		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: TEXAS		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2547914	CHOOSEENERGY	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2024576315		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	202-457-6030		
<b>Email:</b>	kagee@pattonboggs.com		
<b>Correspondent Name:</b>	Deborah M. Lodge, Patton Boggs LLP		
<b>Address Line 1:</b>	2550 M Street NW		
<b>Address Line 4:</b>	Washington, DISTRICT OF COLUMBIA 20037		
<b>NAME OF SUBMITTER:</b>	Deborah M. Lodge		
<b>Signature:</b>	/Deborah M. Lodge/		
<b>Date:</b>	11/14/2012		

OP \$40.00 2547914

**Total Attachments: 5**

source=PPM Certificate of Conversion#page1.tif

source=PPM Certificate of Conversion#page2.tif

source=PPM Certificate of Conversion#page3.tif

source=PPM Certificate of Conversion#page4.tif

source=PPM Certificate of Conversion#page5.tif

Form 642  
(Revised 01/06)

Return in duplicate to:  
Secretary of State  
P.O. Box 13697  
Austin, TX 78711-3697  
512 463-5555  
FAX: 512 463-5709

Filing Fee: See instructions



**Certificate of Conversion  
of a  
Limited Partnership Converting  
to a  
Limited Liability Company**

This space reserved for office use.

**FILED**  
In the Office of the  
Secretary of State of Texas

DEC 18 2007

**Corporations Section**

The name of the converting limited partnership is:  
Priority Power Management, Ltd.

The jurisdiction of formation of the limited partnership is: Texas

The date of formation of the limited partnership is: January 26, 2001

The file number, if any, issued to the limited partnership by the secretary of state is: 14580510

The limited partnership named above is converting to a limited liability company. The name of the limited liability company is:

Priority Power Management, LLC

The limited liability company will be formed under the laws of: Texas

The plan of conversion is attached.

*If the plan of conversion is not attached, the following statements must be completed.*

Instead of attaching the plan of conversion, the limited partnership certifies to the following statements:

A signed plan of conversion is on file at the principal place of business of the limited partnership, the converting entity. The address of the principal place of business of the limited partnership is:

303 W. Wall Street, Suite 1700                      Midland                      TX    USA    79701  
*Street or Mailing Address*                      *City*                      *State*    *Country*    *Zip Code*

A signed plan of conversion will be on file after the conversion at the principal place of business of the limited liability company, the converted entity. The address of the principal place of business of the limited liability company is:

303 W. Wall Street, Suite 1700                      Midland                      TX    USA    79701  
*Street or Mailing Address*                      *City*                      *State*    *Country*    *Zip Code*

A copy of the plan of conversion will be furnished on written request without cost by the converting entity before the conversion or by the converted entity after the conversion to any owner or member of the converting or converted entity.

**Certificate of Information for the Converted Entity**

The converted entity is a Texas limited liability company. The certificate of formation of the Texas limited liability company is attached to this certificate either as an attachment or exhibit to the plan of conversion, or as an attachment or exhibit to this certificate of conversion if the plan has not been attached to the certificate of conversion.



The plan of conversion has been approved as required by the laws of the jurisdiction of formation and the governing documents of the converting entity.



- A.  This document becomes effective when the document is accepted and filed by the secretary of state.
- B.  This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: January 1, 2008
- C.  This document takes effect upon the occurrence of the future event or fact, other than the passage of time. The 90<sup>th</sup> day after the date of signing is: \_\_\_\_\_  
The following event or fact will cause the document to take effect in the manner described below:  
\_\_\_\_\_  
\_\_\_\_\_



The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

AMEN Properties, Inc.

Date: 12-17-7

  
\_\_\_\_\_  
Jon M. Morgan, President and CEO

Signature and title of authorized person on behalf of the converting entity

Form 205  
(Revised 01/06)

Return in duplicate to:  
Secretary of State  
P.O. Box 13697  
Austin, TX 78711-3697  
512 463-5555  
FAX: 512 463-5709  
Filing Fee: \$300



Certificate of Formation  
Limited Liability Company

This space reserved for office use.

**FILED**  
In the Office of the  
Secretary of State of Texas

DEC 18 2007

**Corporations Section**

**Article 1 - Entity Name and Type**

The filing entity being formed is a limited liability company. The name of the entity is:

Priority Power Management, LLC

The name must contain the words "limited liability company," "limited company," or an abbreviation of one of these phrases.

**Article 2 - Registered Agent and Registered Office**

A. The initial registered agent is an organization (cannot be entity named above) by the name of:

OR

B. The initial registered agent is an individual resident of the state whose name is set forth below:

Kris		Oliver	
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>

C. The business address of the registered agent and the registered office address is:

303 W. Wall Street, Suite 1700	Midland	TX	79701
<i>Street Address</i>	<i>City</i>	<i>State</i>	<i>Zip Code</i>

**Article 3 - Governing Authority**

A. The limited liability company will have managers. The name and address of each initial manager are set forth below.

B. The limited liability company will not have managers. The company will be governed by its members, and the name and address of each initial member are set forth below.

**NAME OF GOVERNING PERSON**

IF INDIVIDUAL

<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>

OR

IF ORGANIZATION

AMEN Properties, Inc.

*Organization Name*

**ADDRESS OF GOVERNING PERSON**

303 W. Wall Street, Suite 1700	Midland	TX	USA	79701
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Country</i>	<i>Zip Code</i>

**NAME OF GOVERNING PERSON** (Enter the name of either an individual or an organization, but not both.)

**IF INDIVIDUAL**

<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>

OR

**IF ORGANIZATION**

*Organization Name*

**ADDRESS OF GOVERNING PERSON**

<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Country</i>	<i>Zip Code</i>

**NAME OF GOVERNING PERSON** (Enter the name of either an individual or an organization, but not both.)

**IF INDIVIDUAL**

<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>

OR

**IF ORGANIZATION**

*Organization Name*

**ADDRESS OF GOVERNING PERSON**

<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Country</i>	<i>Zip Code</i>

**Article Purpose**

The purpose for which the company is formed is for the transaction of any and all lawful purposes for which a limited liability company may be organized under the Texas Business Organizations Code.

**Supplemental Provisions Information**

Text Area: [The attached addendum, if any, is incorporated herein by reference.]

The limited liability company to be formed by this Certificate of Formation, Priority Power Management, LLC, was formed under a plan of conversion effectuated by a Certificate of Conversion being filed contemporaneously herewith. The name, address, date of formation, prior form of organization, and jurisdiction of formation of the limited liability company prior to its conversion are as follows:

Name of Converting Entity Prior to Conversion: Priority Power Management, Ltd.  
 Address: 303 W. Wall Street, Suite 1700, Midland, Texas, 79701  
 Date of Formation: January 26, 2001  
 Prior Form of Organization: Limited Partnership  
 Jurisdiction of Formation: Texas

**Organizer**

The name and address of the organizer:

Charles G. Pouls, Esq.

*Name*

420 Throckmorton, Suite 500

Fort Worth

TX 76102

*Street or Mailing Address*

*City*

*State Zip Code*

**Effectiveness of Filing - Selected under A.S. or C.**

- A.  This document becomes effective when the document is filed by the secretary of state.
- B.  This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: January 1, 2008
- C.  This document takes effect upon the occurrence of the future event or fact, other than the passage of time. The 90<sup>th</sup> day after the date of signing is: \_\_\_\_\_

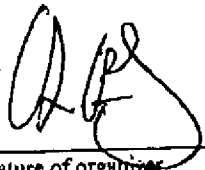
The following event or fact will cause the document to take effect in the manner described below:

\_\_\_\_\_  
\_\_\_\_\_

**Signature**

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Date: 12/18/07



Signature of organizer