

PATENT ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Conversion of corporation to limited liability company
CONVEYING PARTY DATA	
Name	Execution Date
Philip Services Corporation	09/30/2008
RECEIVING PARTY DATA	
Name:	Philip Holdings, LLC
Street Address:	5151 San Felipe
Internal Address:	Suite 1600
City:	Houston
State/Country:	TEXAS
Postal Code:	77056
PROPERTY NUMBERS Total: 1	
Property Type	Number
Patent Number:	5728193
CORRESPONDENCE DATA	
Fax Number:	(713)625-7087
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	7136238777
Email:	LegalDept@PSCNow.com
Correspondent Name:	Deborah S. Huston
Address Line 1:	5151 San Felipe
Address Line 2:	Suite 1600
Address Line 4:	Houston, TEXAS 77080
ATTORNEY DOCKET NUMBER:	901.102.935 ATROPOS
NAME OF SUBMITTER:	Deborah S. Huston
<p>Total Attachments: 6</p> <p>source=Philip Holdings LLC Conversion (DE-domestic) 09-30-2008#page1.tif</p> <p>source=Philip Holdings LLC Conversion (DE-domestic) 09-30-2008#page2.tif</p>	

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "PHILIP SERVICES CORPORATION" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "PHILIP SERVICES CORPORATION" TO "PHILIP HOLDINGS, LLC", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF SEPTEMBER, A.D. 2008, AT 6:08 O'CLOCK P.M.



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081001275

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6886278

DATE: 10-01-08

PATENT
REEL: 024733 FRAME: 0112

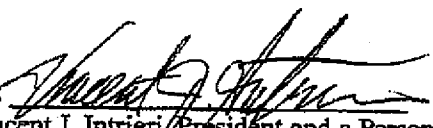
STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A
LIMITED LIABILITY COMPANY PURSUANT TO
SECTION 18-214 OF THE LIMITED LIABILITY ACT

1. The jurisdiction where the Corporation first formed is Delaware.
2. The jurisdiction immediately prior to filing this Certificate is Delaware.
3. The date the Corporation first formed is July 10, 1991 (under the name "Philip Environmental (Delaware), Inc." which name was changed on October 30, 1997 to "Philip Services (Delaware), Inc." which name was changed on February 22, 2000 to Philip Services Corporation").
4. The name of the Corporation immediately prior to filing this Certificate is Philip Services Corporation.
5. The name of the Limited Liability Company as set forth in the Certificate of Formation is Philip Holdings, LLC.
6. The conversion of the Corporation to the Limited Liability Company shall be deemed to be undertaken as a plan of complete liquidation of the Corporation under Sections 331 and 332 of the Internal Revenue Code of 1986, as amended, and shall be effective upon filing.

[signature page follows on next page]

Executed as of Sept. 30, 2008

PHILIP SERVICES CORPORATION

By: 
Vincent J. Intrieri, President and a Person
Duly Authorized

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[Signature Page - Vincent J. Intrieri - Certificate of Conversion of Philip Services Corporation]

PATENT
REEL: 024733 FRAME: 0114

Delaware

PAGE 2

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "PHILIP HOLDINGS, LLC" FILED IN THIS OFFICE ON THE THIRTIETH DAY OF SEPTEMBER, A.D. 2008, AT 6:08 O'CLOCK P.M.



2268021 8100V

081001275

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6886278

DATE: 10-01-08

PATENT
REEL: 024733 FRAME: 0115

STATE of DELAWARE
LIMITED LIABILITY COMPANY
CERTIFICATE of FORMATION

- **First:** The name of the limited liability company is Philip Holdings, LLC.
- **Second:** The address of its registered office in the State of Delaware is 2711 Centerville Road, Suite 400 in the City of Wilmington Zip Code 19808. The name of its Registered Agent at such address is Corporation Service Company.

[signature page follows on next page]

In Witness Whereof, the undersigned has executed this Certificate of Formation this 30th
day of September 2008.

By: Vincent J. Intrieri
Vincent J. Intrieri,
Duly Authorized

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[Signature Page – Vincent J. Intrieri – Certificate of Formation of Philip Holdings, LLC]