

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Conversion from a Limited Liability Company to a Corporation

CONVEYING PARTY DATA

Name	Execution Date
Energy Maintenance Services Group I, LLC	12/30/2011

RECEIVING PARTY DATA

Name:	Energy Maintenance Services Group I, Inc.
Street Address:	2000 Bering Drive, Suite 600
City:	Houston
State/Country:	TEXAS
Postal Code:	77057

PROPERTY NUMBERS Total: 34

Property Type	Number
Patent Number:	5591291
Patent Number:	5606997
Patent Number:	5648137
Patent Number:	5656231
Patent Number:	6146576
Patent Number:	6797358
Patent Number:	7052567
Patent Number:	7073536
Patent Number:	7135087
Patent Number:	7267739
Application Number:	10559601
Patent Number:	7517212
Patent Number:	7523764
Application Number:	11328618
Patent Number:	7527076

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Patent Number:	7514653
Application Number:	11746213
Application Number:	11746234
Patent Number:	5245351
Patent Number:	5451351
Application Number:	10258294
Application Number:	10831933
Application Number:	11088575
Application Number:	11397113
Application Number:	60197136
Application Number:	60209435
Application Number:	60556809
Application Number:	60585067
Application Number:	60642566
Application Number:	60782629
Application Number:	60798899
Application Number:	60798909
Application Number:	10182968
Patent Number:	7628943

CORRESPONDENCE DATA

Fax Number: (312)902-1061
Phone: 312.577.8034
Email: oscar.ruiz@kattenlaw.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Correspondent Name: Oscar Ruiz c/o Katten Muchin Rosenman
Address Line 1: 525 West Monroe Street
Address Line 4: Chicago, ILLINOIS 60661

ATTORNEY DOCKET NUMBER: 341307-16

NAME OF SUBMITTER: Oscar Ruiz

Total Attachments: 12
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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, 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 LIMITED LIABILITY COMPANY UNDER THE NAME OF "ENERGY MAINTENANCE SERVICES GROUP I, LLC" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "ENERGY MAINTENANCE SERVICES GROUP I, LLC" TO "ENERGY MAINTENANCE SERVICES GROUP I, INC.", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2011, AT 5:07 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2011, AT 11:59 O'CLOCK P.M.


A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.

3707763 8100V

111352639



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9264795

DATE: 12-30-11

PATENT
REEL: 027491 FRAME: 0288


**CERTIFICATE OF CONVERSION
OF
ENERGY MAINTENANCE SERVICES GROUP I, LLC,
a Delaware limited liability company
TO
ENERGY MAINTENANCE SERVICES GROUP I, INC.,
a Delaware corporation**

Pursuant to Section 265 of the General Corporation Law of the State of Delaware, it is hereby certified that:

- 1 The name of the limited liability company (the "Company") immediately prior to the filing of this Certificate of Conversion with the Secretary of State of the State of Delaware is Energy Maintenance Services Group I, LLC.
- 2 The Company was formed as a limited liability company in the State of Delaware on September 24, 2003.
- 3 The name of the corporation as set forth in its Certificate of Incorporation is Energy Maintenance Services Group I, Inc. (the "Resulting Corporation").
- 4 Effective as of 11:59 p.m., Delaware time, on December 31, 2011 (the "Effective Time"), the Company shall, pursuant to this Certificate of Conversion and the Company's Certificate of Incorporation, be converted into a corporation, formed and existing under the General Corporation Law of the State of Delaware (the "GCL"), and shall thereafter be subject to the provisions of the GCL, except that, regardless of the provisions of Section 106 of the GCL, the existence of the corporation into which the Company has been converted shall be deemed to have commenced on September 24, 2003.
- 5 The conversion effected herein shall not be deemed to effect any obligations or liabilities of the Company incurred prior to its conversion to a corporation or the personal liability of any person incurred prior to such conversion.
- 6 A Plan of Conversion has been approved, adopted, certified, executed and acknowledged by the board of directors of the Company and the members possessing a majority of the voting power of all outstanding units of the Company.
- 7 The Resulting Corporation will furnish a copy of the Plan of Conversion, on request and without cost, to any member of the Company.
- 8 The conversion effected herein has been approved by the board of directors of the Company and the members possessing a majority of the voting power of all outstanding units of the Company as required by the provisions of the Company's Limited Liability Company Agreement and the Limited Liability Company Act of the State of Delaware.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 29th day of December, 2011.

**ENERGY MAINTENANCE SERVICES
GROUP I, LLC**, a Delaware limited liability
company

By: 
Name: STEVEN LIST
Its: CEO

Delaware

PAGE 2

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF INCORPORATION OF "ENERGY MAINTENANCE SERVICES GROUP I, INC." FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2011, AT 5:07 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF INCORPORATION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2011, AT 11:59 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9264795

DATE: 12-30-11

PATENT
REEL: 027491 FRAME: 0291

**CERTIFICATE OF INCORPORATION
OF
ENERGY MAINTENANCE SERVICES GROUP I, INC.**

THE UNDERSIGNED, being a natural person for the purpose of organizing a corporation under the Delaware General Corporation Law (the "DGCL"), hereby certifies that:

FIRST: The name of the corporation is Energy Maintenance Services Group I, Inc. (the "Corporation").

SECOND: The address of the registered office of the Corporation in the State of Delaware is 1675 South State Street, Suite B, City of Dover, County of Kent, State of Delaware 19901. The name of the registered agent of the Corporation in the State of Delaware at such address is Capitol Corporate Services, Inc.

THIRD: The purpose of the Corporation is to engage in any and all lawful acts or activities for which corporations may be organized under the DGCL, as from time to time amended.

FOURTH: The total number of shares of capital stock that the Corporation shall have authority to issue is 3,030,000 shares of common stock, which shall have a par value of \$0.001 per share ("Common Stock").

The rights, preferences, privileges and restrictions granted to and imposed on the Common Stock are as follows:

1. **Common Stock.**

1.1 Series of Common Stock. There are two series of Common Stock hereby designated as (i) "Class A Common Stock" (the "Class A Common Stock"), which shall consist of 3,000,000 shares, and (ii) "Class B Common Stock" (the "Class B Common Stock"), which shall consist of 30,000 shares.

1.2 Relative Rights. Except as provided in this Section 1, each share of Common Stock shall have the same relative rights as, and be identical in all respects to, all other shares of Common Stock.

1.3 Dividends.

(a) Dividends. The holders of Common Stock shall be entitled to receive dividends, when, as and if declared by the Board of Directors of the Corporation (the "Board of Directors") out of any funds and assets of the Corporation legally available therefor.

(b) Non-cash Dividends. Whenever a dividend paid with respect to the Common Stock shall be payable in property other than cash, the value of such dividend shall be deemed to be the fair market value of such property as determined in good faith by the Board of Directors. Dividends consisting of shares of Common Stock may be paid only as follows:

- (i) shares of Class A Common Stock may be paid only to holders of Class A Common Stock; and
- (ii) shares of Class B Common Stock may be paid only to holders of Class B Common Stock.

1.4 Dissolution, Liquidation, Winding Up. In the event of any liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, the funds and assets that may be legally distributed to the Corporation's stockholders shall be distributed pro rata among the holders of Common Stock according to the number of shares of Common Stock held by each holder thereof.

1.5 Voting Rights. The stockholders holding Class B Common Stock shall be entitled to one vote for each .01 shares of Class B Common Stock held by each such stockholder. The holders of Class A Common Stock shall not be entitled to vote.

2. **General.**

2.1 Issuance of Common Stock. Except as otherwise provided herein and subject to the provisions of this Certificate of Incorporation, the Corporation may issue shares of Common Stock from time to time for such consideration (not less than the par value thereof) as may be fixed by the Board of Directors, which is expressly authorized to fix the same in its absolute and uncontrolled discretion subject to the conditions herein. Shares so issued for which the consideration shall have been paid to the Corporation shall be deemed fully paid stock and shall not be liable to any further call or assessment thereon, and the holders of such shares shall not be liable for any further payments in respect of such shares.

2.2 Issuance of Rights to Common Stock. The Corporation shall have authority to create and issue rights and options entitling their holders to purchase shares of the Corporation's capital stock of any class or series or other securities of the Corporation, and such rights and options shall be evidenced by instrument(s) approved by the Board of Directors. The Board of Directors shall be empowered to set the exercise price, duration, times for exercise and other terms of such options or rights; provided, however, that the consideration to be received for any shares of capital stock subject thereto shall not be less than the par value thereof.

2.3 Authorized Shares. The number of authorized shares of Common Stock may be increased or decreased (but not below the number of shares of Common Stock then outstanding) by the affirmative vote of the holders of a majority of the stock of the Corporation entitled to vote, irrespective of the provisions of Section 242(b)(2) of the DGCL.

3. **Transfer Restrictions.**

3.1 Certain Transfers Prohibited. If an individual, partnership, firm, corporation, limited liability company, association, trust, unincorporated organization or other entity (each a "Person"), shall attempt to transfer in any manner whatsoever, including by way of sale, transfer, assignment, conveyance or other disposition, including by merger, operation of law, bequest or pursuant to any domestic relations order, whether voluntarily or involuntarily, other than a sale, transfer, assignment, conveyance or other disposition by or to the Corporation (any such action being a "Transfer"), any shares of Common Stock or other equity security or any option, warrant or other right to purchase or otherwise acquire shares of Common Stock or other equity security, whether or not such right is embodied in a security (collectively "Equity Securities"), in each

case, whether voluntary or involuntary, of record, by operation of law or otherwise, then such Transfer shall be void, shall not be recognized by the Corporation and shall not be registered on the books of the Corporation unless such Transfer is in compliance with this Section 3.

3.2 Restrictions on Transfer. No Person shall Transfer any Equity Securities to any Person (regardless of the manner in which such Person initially acquired such Equity Securities), nor shall the Corporation issue, sell or otherwise transfer any Equity Securities to any Person:

(a) if the Corporation reasonably determines that such Transfer or issuance, sale or transfer by the Corporation would, if effected, result in the Corporation having 500 or more holders of record (as such concept is understood for purposes of Section 12(g) of the Securities Exchange Act of 1934, as amended (the "Securities Exchange Act") and any relevant rules promulgated thereunder);

(b) with respect to Transfers of Equity Securities, unless the certificates representing such Equity Securities bear legends substantially as provided in this Section 3 or so long as such legend is applicable; and

(c) unless the Board of Directors consents in writing to such Transfer, provided that such consent shall not be required if the Transfer is made to a Permitted Transferee. A "Permitted Transferee" means (i) the spouse or sibling of a Transferor, or any lineal descendant of a Transferor, or the estate of a Transferor, or any trust of which one or more of the foregoing is the exclusive beneficiary and (ii) any corporation, limited liability company or partnership all of the outstanding capital stock or other ownership interests of which is owned, directly or indirectly by a Transferor or the Permitted Transferee of such Transferor.

3.3 Requests for Transfer and Authorization of Transfer of Equity Securities. Prior to any proposed Transfer, the proposed transferor (the "Transferor") will give written notice to the Corporation of his, her or its intention to effect such transfer. Each such notice shall describe the manner and circumstances of the proposed transfer in sufficient detail and shall be accompanied by a written opinion of legal counsel who shall be reasonably satisfactory to the Corporation, addressed to the Corporation, to the effect that the proposed Transfer of the securities in question may be effected without registration under the Securities Act of 1933, as amended (the "Securities Act"), and that such proposed Transfer does not call into question the exemption from registration under which such Equity Securities were initially issued by the Corporation. Any such legal opinion must be reasonably satisfactory to the Corporation and must state that it may also be relied upon by any transfer agent, stock exchange or counsel to the Corporation. As a condition to the Transfer, the Corporation may also require a certificate of the Transferor that certifies as to matters that assist the Corporation in establishing compliance with securities laws at the time of the original issuance of the Equity Securities as well as at the time of the proposed Transfer. Upon compliance with the terms hereof to the satisfaction of the Corporation, the Transferor shall be entitled to Transfer such securities in accordance with the terms of the notice delivered by the Transferor to the Corporation. Each certificate evidencing the Equity Securities so transferred shall bear or be subject to an appropriate restrictive legend reasonably deemed appropriate by the Corporation, including any appropriate legend relating to the restrictions and obligations hereunder. The Transferor shall, prior to any Transfer (unless such Transfer is made pursuant to Rule 144 under the Securities Act or an effective registration statement under the

Securities Act), cause any transferee of the Equity Securities to enter into an agreement with the Corporation that the transferee will take and hold such securities subject to the provisions and upon the conditions specified herein. Without limiting the generality of any other provision hereof, the provisions of this Section 3 shall be binding on successive transferees.

3.4 Legend. In addition to any other legend, the certificates evidencing shares of Common Stock shall bear or be subject to the following legend:

THE SHARES REPRESENTED HEREBY HAVE BEEN ACQUIRED FOR INVESTMENT AND HAVE NOT BEEN REGISTERED UNDER THE SECURITIES ACT OF 1933, AS AMENDED. SUCH SHARES MAY NOT BE SOLD OR TRANSFERRED IN THE ABSENCE OF SUCH REGISTRATION OR AN OPINION OF COUNSEL SATISFACTORY TO THE CORPORATION AS TO THE AVAILABILITY OF AN EXEMPTION FROM REGISTRATION, THAT SUCH REGISTRATION IS NOT REQUIRED AND THAT ANY PROSPECTUS DELIVERY REQUIREMENTS ARE NOT APPLICABLE. THE SHARES WERE (1) ISSUED PURSUANT TO A PLAN OF CONVERSION AND (2) ARE SUBJECT TO PROVISIONS OF THE CERTIFICATE OF INCORPORATION OF THE CORPORATION (AS AMENDED), BOTH OF WHICH INCLUDE ADDITIONAL RESTRICTIONS ON THE TRANSFER OF THE SHARES. COPIES OF SUCH PLAN AND CERTIFICATE OF INCORPORATION MAY BE OBTAINED AT NO COST BY WRITTEN REQUEST MADE BY THE HOLDER OF RECORD HEREOF TO THE CORPORATE SECRETARY OF THE CORPORATION AT THE PRINCIPAL EXECUTIVE OFFICES OF THE CORPORATION.

FIFTH: The name and mailing address of the Corporation's incorporator is:

<u>Name</u>	<u>Mailing Address</u>
Suzanne M. Hoffman	c/o Katten Muchin Rosenman LLP 525 West Monroe Street Chicago, Illinois 60661-3693

SIXTH: The Board of Directors of the Corporation is expressly authorized to adopt, amend or repeal the bylaws of the Corporation (the "Bylaws").

SEVENTH: The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors. Elections of directors need not be by written ballot unless otherwise provided in the Bylaws.

EIGHTH: The personal liability of the directors of the Corporation is hereby eliminated to the fullest extent permitted by the DGCL. Any repeal or modification of this Article Eighth by the stockholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification with respect to acts or omissions occurring prior to such repeal or modification.

NINTH: The Corporation may indemnify each director, officer, trustee, employee or agent of the Corporation and each person who is or was serving at the request of the Corporation as a director, officer, trustee, employee or agent of another corporation, partnership, joint

venture, trust or other enterprise in the manner and to the fullest extent provided in Section 145 of the DGCL as the same now exists or may hereafter be amended.

TENTH: The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

ELEVENTH: This Certificate of Incorporation shall be effective as of 11:59 p.m., Delaware time, on December 31, 2011.

[The Remainder of This Page Is Intentionally Left Blank]

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Incorporation on this 29th of December, 2011

/s/ Suzanne M. Hoffman

Suzanne Hoffman, Incorporator

[Certificate of Incorporation of Energy Maintenance Services Group I, Inc.]

PATENT
REEL: 027491 FRAME: 0297

Patent Collateral

Patent Number	Application Number	Filing Date	Issue Date	Title	Assignee
5591291	8467020	06/06/95	1/7/1997	Method of forming advanced cured resin composite parts	Energy Maintenance Services Group I, LLC / Verline, Inc.
5606997	8430330	04/28/95	3/4/1997	Method for rehabilitating pipe line and resin impregnated lining having an integral heating element	Energy Maintenance Services Group I, LLC / Verline, Inc.
5648137	8287120	08/08/94	7/15/1997	Advanced cured resin composite parts and method of forming such parts	Energy Maintenance Services Group I, LLC / Verline, Inc.
5656231	8466349	06/06/95	8/12/1997	Method of forming advanced cured resin composite parts	Energy Maintenance Services Group I, LLC / Verline, Inc.
6146576	8852039	05/06/97	11/14/2000	Method of forming advanced cured resin composite parts	Energy Maintenance Services Group I, LLC / Verline, Inc.
6797358	10182294	07/26/02	9/28/2004	Unilaterally mat, sealable, uv-stabilized, flame resistant, co-extruded, biaxially oriented polyester film, method for the production and the use thereof	Energy Maintenance Services Group I, LLC / Verline, Inc.
7052567	9588407	06/06/00	5/30/2006	Inflatable heating device for in-situ repair of conduit and method for repairing conduit	Energy Maintenance Services Group I, LLC / Verline, Inc.
7073536	10182889	04/28/03	7/11/2006	Apparatus, methods, and liners for repairing conduits	Energy Maintenance Services Group I, LLC / Verline, Inc.
7135087	10770735	02/03/04	11/14/2006	Apparatus and method for the repair and stabilization of underground pipes	Energy Maintenance Services Group I, LLC / Verline, Inc.
7267739	10798202	03/08/04	9/11/2007	Tensioned pipe support	Energy Maintenance Services Group I, LLC / Verline, Inc.
N/A	10559601	09/08/06	N/A	Method and apparatus of curing concrete structures	Energy Maintenance Services Group I, LLC / Verline, Inc.
7517212	11174188	07/01/05	4/14/2009	Portable pipe repair system with electrically heated positioning member	Energy Maintenance Services Group I, LLC / Verline, Inc.
7523764	11313170	12/20/05	4/28/2009	Method and apparatus for spot repair of pipe	Energy Maintenance Services Group I, LLC / Verline, Inc.
N/A	11328618	01/10/06		Insitu pipe repair controller and system	Energy Maintenance Services Group I, LLC
7527076	11334578	01/18/06	5/5/2009	Vertical pipe lining method and system	Energy Maintenance Service Group I LLC
7514653	11408719	04/21/06	4/7/2009	Small diameter pipe repair device	Energy Maintenance Services Group I, LLC / Verline, Inc.
N/A	11746213	05/09/07	N/A	Lateral interface device with flexible housing	Energy Maintenance Service I LLC
N/A	11746234	05/09/07	N/A	Lateral interface device with extended bladder	Energy Maintenance Services Group I, LLC
5245351	7636609	01/02/91	9/14/1993	Orientation adjusting device for a satellite transmitting signal antenna	Energy Maintenance Services Group I, LLC / Verline, Inc.
5451351	7759419	09/13/91	9/19/1995	Method for rehabilitating a pipe with a liner having an electronically conductive layer	Energy Maintenance Services Group I, LLC / Verline, Inc.
N/A	10258294	09/05/03	N/A	Method of forming repair material for conduit interace area and for repairing a non-linear conduit with a fiber repair material	Energy Maintenance Services Group I, LLC
N/A	10831933	04/26/04	N/A	Engineered resistive heated complex shape molded composite	Energy Maintenance Services Group I, LLC
N/A	11088575	03/24/05	N/A	Insitu impedance heating for pipe wall repair	Energy Maintenance Services Group I, LLC / Verline, Inc.
N/A	11397113	04/04/06	N/A	Apparatus, methods, and liners for repairing conduits	Energy Maintenance Services Group I, LLC
N/A	60197136	04/14/00	N/A	Method of forming a composite	Energy Maintenance Services Group I, LLC /

Patent Number	Application Number	Filing Date	Issue Date	Title	Assignee
				part with complex carbon fiber architecture by resistive heating	Verline, Inc.
N/A	60209435	06/02/00	N/A	Consolidation method for random carbon fiber orientation	Energy Maintenance Services Group I, LLC / Verline, Inc.
N/A	60556809	03/25/04	N/A	In situ impedance heating for pipe wall repair	Energy Maintenance Services Group I, LLC
N/A	60585067	07/01/04	N/A	V-pack controller	Energy Maintenance Services Group I, LLC
N/A	60642566	01/10/05	N/A	V-pack controller	Energy Maintenance Services Group I, LLC
N/A	60782629	03/14/06	N/A	Ophthalmic solutions comprising povidone-iodine	Energy Maintenance Services Group I, LLC / Verline, Inc.
N/A	60798899	05/09/06	N/A	Lateral interface device with flexible housing	Energy Maintenance Service I LLC
N/A	60798909	05/09/06	N/A	Lateral interface device with extended bladder	Energy Maintenance Services Group I, LLC
N/A	10182968	04/25/03	N/A	Composite structures	Energy Maintenance Services Group I, LLC
7628943 B2	12010456	2/19/2008	12/8/2009	Portable pipe repair system with electrically heated positioning member	Energy Maintenance Services Group I, LLC