

## PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

EPAS ID: PAT3618674

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>			<b>Execution Date</b>
HORIZONTAL WELL DRILLERS, LLC			08/14/2014
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	CALLIDUS CAPITAL CORPORATION		
<b>Street Address:</b>	P.O. BOX 212		
<b>City:</b>	TORONTO		
<b>State/Country:</b>	ONTARIO		
<b>Postal Code:</b>	M5K1K2		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>		
<b>Patent Number:</b>	8985239		
<b>Patent Number:</b>	8893825		
<b>Patent Number:</b>	8684336		
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(615)256-8386		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	615-620-1705		
<b>Email:</b>	cferguson@dickinsonwright.com		
<b>Correspondent Name:</b>	COLIN T FERGUSON		
<b>Address Line 1:</b>	424 CHURCH ST		
<b>Address Line 2:</b>	SUITE 1401		
<b>Address Line 4:</b>	NASHVILLE, TENNESSEE 37219		
<b>ATTORNEY DOCKET NUMBER:</b>	57558-7		
<b>NAME OF SUBMITTER:</b>	WILLIAM J HURLES		
<b>SIGNATURE:</b>	/William J Hurles/		
<b>DATE SIGNED:</b>	11/17/2015		
<b>Total Attachments: 3</b>			
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source=Financing Statement#page2.tif			
source=Financing Statement#page3.tif			



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08/14/2014 12:12:38 PM  
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State of Oklahoma  
County of Oklahoma  
Oklahoma County Clerk  
Carolynn Caudill

**UCC FINANCING STATEMENT**  
FOLLOW INSTRUCTIONS

<b>A. NAME &amp; PHONE OF CONTACT AT FILER (optional)</b> Wanzelle Beck (405) 235-7764
<b>B. E-MAIL CONTACT AT FILER (optional)</b>
<b>C. SEND ACKNOWLEDGMENT TO: (Name and Address)</b> Crowe & Dunlevy, A Professional Corporation 20 North Broadway, Suite 1800 Oklahoma City, OK 73102

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. **DEBTOR'S NAME:** Provide only one Debtor name (1a or 1b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name; if any part of the individual Debtor's name will not fit in line 1b, leave all of line 1 blank, check here ☐ and provide the individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad))

<b>1a. ORGANIZATION'S NAME</b> Horizontal Well Drillers, LLC	<b>FIRST PERSONAL NAME</b>	<b>ADDITIONAL NAME(S)/INITIAL(S)</b>	<b>SUFFIX</b>
<b>OR</b> <b>1b. INDIVIDUAL'S SURNAME</b>	<b>CITY</b> Purcell	<b>STATE</b> OK	<b>POSTAL CODE</b> 73080
<b>1c. MAILING ADDRESS</b> 2915 Highway 74 South	<b>CITY</b> Purcell	<b>STATE</b> OK	<b>POSTAL CODE</b> 73080
		<b>COUNTRY</b> USA	

2. **DEBTOR'S NAME:** Provide only one Debtor name (2a or 2b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name; if any part of the individual Debtor's name will not fit in line 2b, leave all of line 2 blank, check here ☐ and provide the individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad))

<b>2a. ORGANIZATION'S NAME</b>	<b>FIRST PERSONAL NAME</b>	<b>ADDITIONAL NAME(S)/INITIAL(S)</b>	<b>SUFFIX</b>
<b>OR</b> <b>2b. INDIVIDUAL'S SURNAME</b>	<b>CITY</b>	<b>STATE</b>	<b>POSTAL CODE</b>
<b>2c. MAILING ADDRESS</b>	<b>CITY</b>	<b>STATE</b>	<b>POSTAL CODE</b>
		<b>COUNTRY</b>	

3. **SECURED PARTY'S NAME (or NAME of ASSIGNEE of ASSIGNOR SECURED PARTY):** Provide only one Secured Party name (3a or 3b)

<b>3a. ORGANIZATION'S NAME</b> Callidus Capital Corporation	<b>FIRST PERSONAL NAME</b>	<b>ADDITIONAL NAME(S)/INITIAL(S)</b>	<b>SUFFIX</b>
<b>OR</b> <b>3b. INDIVIDUAL'S SURNAME</b>	<b>CITY</b> Toronto	<b>STATE</b> ON	<b>POSTAL CODE</b> M5K 1K2
<b>3c. MAILING ADDRESS</b> PO Box 212	<b>CITY</b> Toronto	<b>STATE</b> ON	<b>POSTAL CODE</b> M5K 1K2
		<b>COUNTRY</b> Canada	

4. **COLLATERAL:** This financing statement covers the following collateral:

The collateral more particularly described on Exhibit A attached hereto and incorporated herein.

RECEIVED

AUG 14 2014

COUNTY CLERK

<b>5. Check only if applicable and check only one box:</b> Collateral is <input type="checkbox"/> held in a Trust (see UCC1Ad, item 17 and instructions) <input type="checkbox"/> being administered by a Decedent's Personal Representative	<b>5b. Check only if applicable and check only one box:</b>
<b>6a. Check only if applicable and check only one box:</b>	<b>6b. Check only if applicable and check only one box:</b>
<input type="checkbox"/> Public-Finance Transaction <input type="checkbox"/> Manufactured-House Transaction <input type="checkbox"/> A Debtor is a Transacting Utility	<input type="checkbox"/> Agricultural Lien <input type="checkbox"/> Non-UCC Filing
<b>7. ALTERNATIVE DESIGNATION (if applicable):</b> <input type="checkbox"/> Lessor/Lessor <input type="checkbox"/> Consignee/Consignor <input type="checkbox"/> Seller/Seller <input type="checkbox"/> Licensee/Licensee	
<b>8. OPTIONAL FILER REFERENCE DATA:</b> Oklahoma County Clerk - Central Filing	
FILING OFFICE COPY — UCC FINANCING STATEMENT (Form UCC1) (Rev. 04/2011) International Association of Commercial Administrators (IACA)	

PATENT

REEL: 037055 FRAME: 0189

**EXHIBIT A  
TO  
FINANCING STATEMENT**

**Debtor:** Horizontal Well Drillers, LLC  
2915 Highway 74 South  
Purcell, Oklahoma 73080

20140814020849620  
Filing Fee: \$10.00

08/14/2014 12:12:38 PM  
UC1



**Secured Party:** Callidus Capital Corporation  
Royal Trust Tower  
77 King Street West, Suite 4320  
P.O. Box 212  
Toronto, ON M5K 1K2

**Description of Collateral:**

All Accounts, Contracts, Chattel Paper, Commercial Tort Claims, Copyrights, Deposit Accounts, Documents, Electronic Chattel Paper, Equipment (including, without limitation, all land-based drilling and work over rigs and all pumps, drilling equipment, drill pipe, machinery, equipment and parts necessary or useful for drilling operation of any such rig), Fixtures, General Intangibles, Goods, Incidental Rights, Instruments (including promissory notes), Inventory, Investment Property, Patents, Payment Intangibles, Plans, Pledged Deposits, including without limitation all cash on hand, Letter-of-Credit Rights, letters of credit, Supporting Obligations, Trademarks, all motor vehicles, trailers and other rolling stock, and all Other Collateral, (as such terms are defined in that certain Security Agreement and Assignment between Debtors and Secured Party dated as of August 14, 2014) wherever located or situated, of whatever type, item, nature or description, in which either of the Debtors now has or hereafter acquire any right, title or interest, including without limitation, all such assets now owned or hereafter acquired and all Proceeds, including without limitation, all insurance proceeds and all products thereof.



20151113021161710  
11/13/2015 11:05:08 AM  
Bk: Pg:0 Pgs:1 AM1  
State of Oklahoma  
County of Oklahoma  
Oklahoma County Clerk  
Carolynn Caudill

## UCC FINANCING STATEMENT AMENDMENT

### FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER [optional]

**Colin T. Ferguson (615) 620-1705**

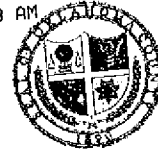
B. E-MAIL CONTACT AT FILER (optional)

C. SEND ACKNOWLEDGMENT TO: (Name and Address)

**Dickinson Wright PLLC  
424 Church Street, Suite 1401  
Nashville, Tennessee 37219**

20151113021161710  
Filing Fee: \$10.00

11/13/2015 11:05:08 AM  
AM1



THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE NUMBER  
**20140814020849620**

1b. This FINANCING STATEMENT AMENDMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS.

Filer: attach Amendment Addendum (Form UCC3Ad) and provide Debtor's name in item 13.

2. ☐ **TERMINATION:** Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of Secured Party authorizing this Termination Statement

3. ☐ **ASSIGNMENT** (full or partial): Provide name of Assignee in item 7a or 7b and address of Assignee in item 7c and name of Assignor in item 9. For partial assignment, complete items 7 and 9 and also indicate affected collateral in item 8

4. ☐ **CONTINUATION:** Effectiveness of the Financing Statement identified above with respect to security interest(s) of Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

5. ☐ **PARTY INFORMATION CHANGE:**

Check one of the these two boxes:

AND Check one of these two boxes to: CHANGE

This Change affects ☐ Debtor or ☐ Secured Party of record

name and/or address : Complete  
Item 6a or 6b and item 7a or 7b and item 7c

☐ ADD name: Complete item 7a or 7b, and item 7c ☐ DELETE name: Give record name to be deleted in item 6a or 6b.

6. **CURRENT RECORD INFORMATION:** Complete for Party Information Change-provide only one name(6a or 6b)(use exact, full name;do not omit,modify or abbreviate any word in the Debtor's name)

OR 6a. ORGANIZATION'S NAME

6b. INDIVIDUAL'S SURNAME

FIRST PERSONAL NAME

ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

7. **CHANGED OR ADDED INFORMATION:** Complete for Assignment or Party Information Change - provide only one name(7a or 7b)(use exact,full name;do not omit,modify, or abbreviate any word of the Debtor's name)

OR 7a. ORGANIZATION'S NAME

7b. INDIVIDUAL'S SURNAME

FIRST PERSONAL NAME

ADDITIONAL NAME(S)/INITIAL(S) That are part of the name of this Debtor

SUFFIX

7c. MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

8. **COLLATERAL CHANGE:** Also check one of these four boxes: ☒ ADD collateral ☐ DELETE collateral ☐ RESTATE covered collateral ☐ ASSIGN collateral

Indicate collateral:

All patents, including but not limited to U.S. Patent No. 8,985,239 having U.S. Patent Application Serial No. 13/374,802 and filed on January 14, 2012, U.S. Patent No. 8,893,825 having U.S. Patent Application Serial No. 13/374,801 and filed on January 14, 2012, and U.S. Patent No. 8,684,336 having U.S. Patent Application Serial No. 13/374,790 and filed on January 14, 2012 and all divisions, continuations, continuations in part, re issues, foreign patents, and other extensions thereof.

9. **NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT:** Provide only one name (9a or 9b)(name of Assignor,if this is an Assignment)  
If this is an Amendment authorized by a DEBTOR, check here ☐ and provide name of authorizing DEBTOR

OR 9a. ORGANIZATION'S NAME

**Callidus Capital Corporation**

9b. INDIVIDUAL'S SURNAME

FIRST PERSONAL NAME

ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

10. OPTIONAL FILER REFERENCE DATA

FILING OFFICE COPY - UCC FINANCING STATEMENT AMENDMENT(FORM UCC3) (REV. 11/01/15)

RECORDED: 11/17/2015

PATENT  
REEL: 037055 FRAME: 0191