

## PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

EPAS ID: PAT3792048

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	CONVERSION
<b>CONVEYING PARTY DATA</b>	
<b>Name</b>	<b>Execution Date</b>
CESI CHEMICAL, INC.	01/01/2016
<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	FLOTEK CHEMISTRY, LLC
<b>Street Address:</b>	1004 PLAINSMAN ROAD
<b>City:</b>	MARLOW
<b>State/Country:</b>	OKLAHOMA
<b>Postal Code:</b>	73055
<b>PROPERTY NUMBERS Total: 1</b>	
<b>Property Type</b>	<b>Number</b>
<b>Application Number:</b>	14721155
<b>CORRESPONDENCE DATA</b>	
<b>Fax Number:</b>	(617)646-8646
<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>	6176468000
<b>Email:</b>	PATENTS_ROBW@WOLFGREENFIELD.COM
<b>Correspondent Name:</b>	ROBERT H. WALAT
<b>Address Line 1:</b>	600 ATLANTIC AVENUE
<b>Address Line 2:</b>	WOLF, GREENFIELD & SACKS, P.C.
<b>Address Line 4:</b>	BOSTON, MASSACHUSETTS 02210
<b>ATTORNEY DOCKET NUMBER:</b>	C1408.70001US01
<b>NAME OF SUBMITTER:</b>	MELANIE CHIUSANO
<b>SIGNATURE:</b>	/Melanie Chiusano/
<b>DATE SIGNED:</b>	03/21/2016
<b>Total Attachments: 5</b>	
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OFFICE OF THE SECRETARY OF STATE



CERTIFICATE OF CONVERSION

*WHEREAS,*

**FLOTEK CHEMISTRY, LLC**

*a domestic limited liability company organized under the laws of the State of OKLAHOMA has filed in the office of the Secretary of State duly authenticated evidence of a conversion, as provided by the laws of the State of Oklahoma.*

*NOW THEREFORE, I, the undersigned Secretary of State of Oklahoma, by virtue of the powers vested in me by law, do hereby issue this Certificate evidencing such conversion.*

*IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the Great Seal of the State of Oklahoma.*

*EFFECTIVE DATE: January 01, 2016*



*Filed in the city of Oklahoma City this  
21st day of December, 2015.*

A handwritten signature in black ink, appearing to read "Chris Beuge". The signature is written in a cursive style and is positioned above a horizontal line.

*Secretary of State*



CERTIFICATE OF CONVERSION

Pursuant to the provisions of the Oklahoma Limited Liability Company Act, the undersigned Converting Entity certifies the following Certificate of Conversion is adopted for the purpose of effecting a conversion (the "Conversion") in accordance with the provisions of the Oklahoma Limited Liability Company Act.

1. The name of the corporation is **CESI Chemical, Inc.**, an Oklahoma corporation (the "Converting Entity"), filing number **1900647335**.
2. The Converting Entity came into existence upon the filing of its Certificate of Incorporation on June 27, 2000.
3. The name of the business entity into which the Converting Entity shall be converted is **Flotek Chemistry, LLC**, an Oklahoma limited liability company (the "Converted Entity").
4. The Converting Entity certifies that the Conversion has been approved in accordance with the provisions of the Oklahoma General Corporation Act.
5. The Converted Entity is being converted pursuant to the Articles of Organization attached hereto as Exhibit A.
6. The conversion will be effective on January 1, 2016.

RECEIVED  
DEC 21 2015  
OKLAHOMA SECRETAR  
OF STATE

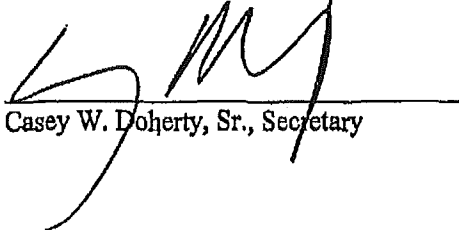
Dated: December 16, 2015

**CONVERTING ENTITY**

**CESI CHEMICAL, INC.**, an Oklahoma corporation

  
\_\_\_\_\_  
Robert Schmitz, Chief Financial Officer

**ATTESTED BY:**

  
\_\_\_\_\_  
Casey W. Doherty, Sr., Secretary

**Exhibit A**  
**to**  
**Certificate of Conversion**  
**[see attached]**



ARTICLES OF ORGANIZATION
(Oklahoma Limited Liability Company)

Filing Fee: \$100.00

TO:

I hereby execute the following articles of organization for the purpose of forming an Oklahoma limited liability company pursuant to the provisions of Title 18, Section 2005:

- 1. Name of the limited liability company: (Note: The name shall contain either the words limited liability company or limited company or the abbreviations LLC, LC, L.L.C. or L.C. The word limited may be abbreviated as Ltd., and the word company may be abbreviated as Co.)

FLOTEK CHEMISTRY, LLC

- 2. Street address of its principal place of business, wherever located:

1004 PLAINSMAN ROAD MARLOW OK 73055
Street address City State Zip Code

(P.O. BOXES ARE NOT ACCEPTABLE)

- 3. E-MAIL address of the primary contact for the registered business:

rschmitz@flokend.com AND casey@doherty-law.com

Notice of the Annual Certificate will ONLY be sent to the Limited Liability Company at its last known electronic mail address of record.

- 4. NAME and street address of the registered agent for service of process in the state of Oklahoma:

The registered agent shall be the limited liability company itself, an individual resident of Oklahoma, or a domestic or qualified foreign corporation, limited liability company, or limited partnership.

The Corporation Company 1833 S. Morgan Street Oklahoma City Oklahoma 73128
Name Street Address City State Zip Code

(P.O. BOXES ARE NOT ACCEPTABLE)

- 5. Term of existence: PERPETUAL

You may state perpetual, a set number of years, or a future effective expiration date. Perpetual means continuous.

The articles of organization must be signed by at least one (1) person who may or may not be a member of the limited liability company.

Signature: [Handwritten Signature] Dated: 12.17.2015
Printed Name: ROBERT SCHMITZ, MANAGER

(SOS FORM 0073-07/12)