

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM385408

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Succession of Agency		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bank of America, N.A.		05/24/2016	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	Wilmington Trust, National Association		
Street Address:	50 South Sixth Street		
Internal Address:	Suite 1290		
City:	Minneapolis		
State/Country:	MINNESOTA		
Postal Code:	55402		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	3496054	EVERYTHING BUT THE RIG	
Registration Number:	3144846	STALLION OILFIELD SERVICES	
Registration Number:	3532616	STARCOMM	
Registration Number:	3317824	STARCOMM STALLION REMOTE COMMUNICATIONS	
Registration Number:	3302264	STARCOMM STALLION REMOTE COMMUNICATIONS	
Registration Number:	3642886	STALLION	
Registration Number:	3787736	STALLION UNIVERSITY	
Registration Number:	4147766	STAY WELL FOCUSED	
CORRESPONDENCE DATA			
Fax Number:	2026626291		
<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>			
Phone:	(202) 662-6000		
Email:	jaugsburger@cov.com		
Correspondent Name:	Covington & Burling LLP		
Address Line 1:	One CityCenter, 850 Tenth Street, NW		
Address Line 2:	Attn: Patent Docketing		
Address Line 4:	Washington, D.C. 20001		

CH \$215.00 3496054

NAME OF SUBMITTER:	Jennifer Augsburger
SIGNATURE:	/jennifer augsburger/
DATE SIGNED:	05/24/2016
Total Attachments: 4 source=Stallion - TMSA Notice of Change in Agency#page1.tif source=Stallion - TMSA Notice of Change in Agency#page2.tif source=Stallion - TMSA Notice of Change in Agency#page3.tif source=Stallion - TMSA Notice of Change in Agency#page4.tif	

NOTICE OF SUCCESSION OF AGENCY
REEL/FRAME 5052/0266

This NOTICE OF SUCCESSION OF AGENCY (this "Notice"), dated as of May 24, 2016 (the "Effective Date"), is executed by BANK OF AMERICA, N.A., in its capacity as existing Administrative Agent and Collateral Agent under the Agreements (as defined below) (in such capacities, the "Prior Agent"), and WILMINGTON TRUST, NATIONAL ASSOCIATION, in its capacity as successor Administrative Agent and Collateral Agent under the Agreements (in such capacities, the "Successor Agent").

WHEREAS, pursuant to that certain Credit Agreement, dated as of June 19, 2013, by and among STALLION OILFIELD HOLDINGS, INC., a Delaware corporation (the "Borrower"), the Lenders party thereto, the Prior Agent and certain other parties thereto (as amended, restated, supplemented or otherwise modified, the "Credit Agreement"), (x) the Borrower and each of the other Grantors (as defined therein) entered into that certain Guarantee and Collateral Agreement, dated as of June 19, 2013, in favor of the Prior Agent (the "Collateral Agreement"), pursuant to which the Grantors granted a security interest in and to certain collateral identified in the Collateral Agreement, and (y) the Prior Agent and STALLION OILFIELD SERVICES LTD. (the "Stallion") entered into that certain Trademark Security Agreement, dated as of June 19, 2013 (the "Trademark Security Agreement"), pursuant to which the Stallion granted a security interest in and to certain collateral identified in the Trademark Security Agreement (including those trademarks identified on Schedule I attached hereto);

WHEREAS, the Trademark Security Agreement was recorded with the United States Patent and Trademark Office on June 20, 2013 at Reel/Frame 5052/0266, with respect to the trademarks identified on Schedule I attached hereto;

WHEREAS, the Prior Agent, the Successor Agent, the Borrower, and the Required Lenders (as defined in the Credit Agreement) have entered into that certain Agency Resignation, Appointment and Assumption Agreement, dated as of May 24, 2016 (the "Resignation Agreement"), whereby the Prior Agent resigned as the Administrative Agent and the Collateral Agent under the Credit Agreement, the Collateral Agreement, the Trademark Security Agreement, and the other Loan Documents (collectively, the "Agreements"), and is succeeded to and replaced by the Successor Agent as the successor Administrative Agent and Collateral Agent under each Agreement;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. Defined Terms. All capitalized terms used, but not otherwise defined herein, shall have the respective meanings ascribed in or otherwise referenced in the Resignation Agreement or the Credit Agreement, as applicable.

2. Succession and Replacement of Agency. Pursuant to the terms and conditions set forth in the Resignation Agreement, the Prior Agent has ceased to be Administrative Agent and Collateral Agent under the Agreements and is succeeded to and replaced by the Successor Agent as Administrative Agent and Collateral Agent under the Agreements. Nothing herein shall be deemed to terminate, interrupt or impair the continuity of the security interest in the collateral originally granted to the Prior Agent under the Trademark Security Agreement, which security interest is now succeeded by and transferred to the Successor Agent.

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, the parties have executed this Notice effective as of the Effective
Date:


BANK OF AMERICA, N.A., as Prior Agent

By: Cindy Jordan
Name: Cindy Jordan
Title: Assistant vice president

[Signature Page to Trademark Notice of Succession of Agency]

TRADEMARK
REEL: 005800 FRAME: 0823

**WILMINGTON TRUST, NATIONAL
ASSOCIATION, as Successor Agent**

By: 
Name: _____
Title: **Joshua G. James**
Vice President

SCHEDULE I

Trademark Registrations

1. REGISTERED TRADEMARKS

OWNER	REGISTRATION NUMBER	DATE REGISTERED	TRADEMARK
Stallion Oilfield Services Ltd.	3,496,054	09/02/2008	Everything But the Rig
	3,144,846	09/19/2006	Stallion Oilfield Services (and Design)
	3,532,616	11/11/2008	StaRComm
	3,317,824	10/23/2007	StaRComm Stallion Remote Communications
	3,302,264	10/02/2007	StaRComm Stallion Remote Communications (and Design)
	3,642,886	06/23/2009	Stallion
	3,787,736	05/11/2010	Stallion University
	4,147,766	05/22/2012	Stay Well Focused

2. TRADEMARK APPLICATIONS

None.