

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                                  |  |  |                    |
|----------------------------------|--|--|--------------------|
| <b>SUBMISSION TYPE:</b>          |  | NEW ASSIGNMENT                             |                    |
| <b>NATURE OF CONVEYANCE:</b>     |  | Grant of a Security Interest -- Trademarks |                    |
| <b>CONVEYING PARTY DATA</b>      |  |  |                    |
| <b>Name</b>                      | <b>Formerly</b>  | <b>Execution Date</b>                      | <b>Entity Type</b> |
| Vari - Form, Inc.                |  | 06/22/2011                                 | COMPANY: CANADA    |
| <b>RECEIVING PARTY DATA</b>      |  |  |                    |
| <b>Name:</b>                     | FSJC VII LLC, as Administrative Agent  |  |                    |
| <b>Street Address:</b>           | Two Greenwich Plaza, 4th Floor   |  |                    |
| <b>City:</b>                     | Greenwich  |  |                    |
| <b>State/Country:</b>            | CONNECTICUT  |  |                    |
| <b>Postal Code:</b>              | 06830  |  |                    |
| <b>Entity Type:</b>              | LIMITED LIABILITY COMPANY: DELAWARE  |  |                    |
| <b>PROPERTY NUMBERS Total: 2</b> |  |  |                    |
| <b>Property Type</b>             | <b>Number</b>  | <b>Word Mark</b>                           |                    |
| <b>Registration Number:</b>      | 1232642  | VARI BORE                                  |                    |
| <b>Registration Number:</b>      | 1437939  | VARI-FORM                                  |                    |
| <b>CORRESPONDENCE DATA</b>       |  |  |                    |
| <b>Fax Number:</b>               | (704)350-7800  |  |                    |
|                                  | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> |  |                    |
| <b>Phone:</b>                    | (704) 350-7738   |  |                    |
| <b>Email:</b>                    | bsmith@winston.com   |  |                    |
| <b>Correspondent Name:</b>       | Betty G. Smith   |  |                    |
| <b>Address Line 1:</b>           | Winston & Strawn LLP, 214 N. Tryon St.   |  |                    |
| <b>Address Line 2:</b>           | 22nd Floor   |  |                    |
| <b>Address Line 4:</b>           | Charlotte, NORTH CAROLINA 28202  |  |                    |
| <b>ATTORNEY DOCKET NUMBER:</b>   | 86039.00009  |  |                    |
| <b>NAME OF SUBMITTER:</b>        | Betty G. Smith   |  |                    |
| <b>Signature:</b>                | /Betty G. Smith/   |  |                    |

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**TRADEMARK**  
 REEL: 004579 FRAME: 0300

Date:

07/09/2011

**Total Attachments: 3**

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## GRANT OF A SECURITY INTEREST --TRADEMARKS

WHEREAS, Vari - Form, Inc., a Canadian company (the "Grantor") has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the attached Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Grantor has entered into a Pledge and Security Agreement, dated June 22, 2011 (as amended, restated, supplemented, modified or otherwise changed from time to time, the "Security Agreement"), in favor of FSJC VII LLC, as the Administrative Agent for itself and certain lenders (in such capacity, together with its successors and assigns, if any, the "Grantee"); and

WHEREAS, pursuant to the Security Agreement, the Grantor has granted to the Grantee, and granted to the Grantee for the benefit of the Secured Parties (as defined in the Security Agreement), a continuing security interest in all right, title and interest of the Grantor in, to and under the Trademarks, together with, among other things, the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations (as defined in the Security Agreement).

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantor does hereby grant to the Grantee and grant to the Grantee for the benefit of the Secured Parties, a continuing security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Grantee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

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IN WITNESS WHEREOF, the Grantor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of June 22, 2011

VARI-FORM INC.

By: [Signature]  
Name: Lee Ann Couriehan  
Title: Vice President

STATE OF Michigan

ss.: 370-56-3403

COUNTY OF Macomb acting in Oakland county

On this 20<sup>th</sup> day of June, 2011, before me personally came Lee Ann Couriehan, to me known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that s/he is the vice president of Vari - Form, Inc., a Canadian company, and that s/he executed the foregoing instrument in the firm name of Vari - Form, Inc., and that s/he had authority to sign the same, and s/he acknowledged to me that he executed the same as the act and deed of said firm for the uses and purposes therein mentioned.

[Signature]  
[NOTARY SEAL]

SHARON M. PETRILL  
Notary Public, State of Michigan  
County of Macomb  
My Commission Expires Dec. 5, 2011  
I am in the County of OAKLAND

[Signature Page - Grant of Trademark Security Interest (Vari-Form Inc.)]

TRADEMARK  
REEL: 004579 FRAME: 0303

SCHEDULE A TO GRANT OF A SECURITY INTEREST - TRADEMARK

| <b>Trademark</b> | <b>Application Number</b> | <b>Register Number</b> | <b>Country</b> | <b>Owner</b>    |
|------------------|---------------------------|------------------------|----------------|-----------------|
| Vari-Bore        | 73/347293                 | 1232642                | USA            | Vari-Form, Inc. |
| Vari-Form        | 73/560818                 | 1437939                | USA            | Vari-Form, Inc. |

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RECORDED: 07/09/2011

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