

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
O2Cool, LLC		10/19/2011	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	The PrivateBank and Trust Company
Street Address:	120 South LaSalle Street
Internal Address:	Jennifer Hasbrook
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60603
Entity Type:	State Chartered Bank: ILLINOIS

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Serial Number:	77934796	AIR MAGNIFIER
Registration Number:	1796932	SQUEEZE BREEZE
Registration Number:	2791426	CIRCULAIR
Registration Number:	3343659	COOL BOX
Registration Number:	3868225	DON'T JUST SIP... MIST
Registration Number:	3206940	IFAN
Registration Number:	3518910	JOB SITE
Registration Number:	3339029	MIST 'N SIP
Registration Number:	2928098	O2-COOL
Registration Number:	3119116	O2-COOL
Registration Number:	3370644	SMART POWER

CORRESPONDENCE DATA

900208351

**TRADEMARK
 REEL: 004669 FRAME: 0299**

OP \$290.00 77934796

Fax Number: (312)564-6886
Phone: 3125641291
Email: jhasbrook@theprivatebank.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Correspondent Name: The PrivateBank and Trust Company
Address Line 1: 120 South LaSalle Street
Address Line 2: Jennifer Hasbrook
Address Line 4: Chicago, ILLINOIS 60603

ATTORNEY DOCKET NUMBER:	PRIVATEBANK/O2COOL
NAME OF SUBMITTER:	Jennifer Hasbrook
Signature:	/jennifer hasbrook/
Date:	12/01/2011

Total Attachments: 4
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**NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Loan and Security Agreement dated as of October 19, 2011 (as amended, restated, modified, renewed, supplemented or extended from time to time, the "Security Agreement") by and among O2Cool, LLC (the "Debtor") and The PrivateBank and Trust Company, as Administrative Agent (the "Administrative Agent") for the lenders referenced therein (the "Lenders"), the undersigned Debtor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the Lenders:

TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark</u>	<u>Date of Trademark</u>
2791426	<u>Circulair</u>	12/09/2003
3343659	Cool Box	11/27/2007
3868225	Don't Just Sip... Mist	10/26/2010
3206940	iFan	02/06/2007
3518910	Job Site	10/21/2008
3339029	Mist 'N Sip	11/20/2007
2928098	02-Cool	02/22/2005
3119116	02-Cool	07/25/2006
3370644	Smart Power	01/15/2008
1796932	Squeeze Breeze	10/05/1993

TRADEMARK APPLICATIONS

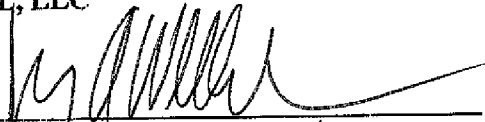
<u>Trademark Application No.</u>	<u>Description of Trademark Applied For</u>	<u>Date of Trademark Application</u>
77/934796	Air Magnifier	02/12/2010

The Debtor and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE.]

Very truly yours,

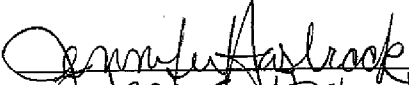
O2COOL, LLC

By: 
Name: Jeffrey A. Weltek
Title: President

[Notice of Grant of Security Interest in Trademarks Signature Page]

Acknowledged and Accepted:

THE PRIVATEBANK AND TRUST COMPANY

By: 
Name: Jennifer Hasbrook
Title: MS