

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
AUTO AIR EXPORT, INC.		01/09/2012	CORPORATION: TEXAS
RECEIVING PARTY DATA			
Name:	NORTHSTAR MEZZANINE PARTNERS V L.P., as Administrative Agent		
Street Address:	45 SOUTH SEVENTH STREET		
Internal Address:	2310 PLAZA VII		
City:	MINNEAPOLIS		
State/Country:	MINNESOTA		
Postal Code:	55402		
Entity Type:	LIMITED PARTNERSHIP: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2136944	OMEGA ENVIRONMENTAL TECHNOLOGIES	
Serial Number:	85242113	A	
CORRESPONDENCE DATA			
Fax Number:	(612)977-8650		
Phone:	612-977-8483		
Email:	sbourdaux@briggs.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Correspondent Name:	Sarina Bourdaux, Paralegal		
Address Line 1:	80 South Eighth Street		
Address Line 2:	2200 IDS Center		
Address Line 4:	Minneapolis, MINNESOTA 55402		
ATTORNEY DOCKET NUMBER:	33324.82		
NAME OF SUBMITTER:	Lyndsay Capeder, Esq.		

Signature:	/LYNDSAY CAPEDE, ESQ./
Date:	01/10/2012
Total Attachments: 4 source=Trademark Notice#page1.tif source=Trademark Notice#page2.tif source=Trademark Notice#page3.tif source=Trademark Notice#page4.tif	

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to that certain Note Purchase and Security Agreement dated as of January 9, 2012 among the undersigned (the "Grantor"), the Purchasers (all capitalized terms not otherwise defined in this Rider shall have the same meanings ascribed to such terms in the Note Purchase Agreement, as defined herein.) and the Administrative Agent (as the same may be amended, restated, replaced, supplemented or otherwise modified from time to time, the "**Note Purchase Agreement**"), the undersigned Grantor 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 holders of the Obligations (as defined in the Note Purchase Agreement):

TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark Item</u>	<u>Date of Trademark</u>
	See <u>Schedule 1</u> attached hereto	

TRADEMARK APPLICATIONS

<u>Trademark Applications No.</u>	<u>Description of Trademark Applied for</u>	<u>Date of Trademark Applications</u>
	See <u>Schedule 1</u> attached hereto	

Notice of Grant of Security Interest in Trademarks
Auto Air Export, Inc.

The Grantor and the Administrative Agent 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 Credit Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

AUTO AIR EXPORT, INC.,
as Grantor

By: 

Name: Cuntur Wilyono

Title: Chief Financial Officer

Notice of Grant of Security Interest in Trademarks
Auto Air Export, Inc.

4407596

TRADEMARK
REEL: 004697 FRAME: 0903

Acknowledged and Accepted:

NORTHSTAR MEZZANINE PARTNERS V L.P., as Administrative Agent

By: Northstar Capital, LLC

Its: General Partner

By: _____



Name: Douglas E. Mark

Title: Managing Partner

Notice of Grant of Security Interest in Trademarks
Auto Air Export, Inc.

4407596

TRADEMARK
REEL: 004697 FRAME: 0904

Schedule 1

**Auto Air Export, Inc.
(Texas Corporation)**

U.S. Trademarks

Registered Mark

Mark	Registration No.	Registration Date
OMEGA ENVIRONMENTAL TECHNOLOGIES and Design	2136944	02/17/98

Pending Application

Mark	Application No.	Filing Date
A and Design	85242113	02/14/11