

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

|                              |  |
|------------------------------|--|
| <b>SUBMISSION TYPE:</b>      | NEW ASSIGNMENT                                     |
| <b>NATURE OF CONVEYANCE:</b> | Acknowledgement of Security Interest in Trademarks |

**CONVEYING PARTY DATA**

| Name              | Formerly | Execution Date | Entity Type           |
|-------------------|----------|----------------|-----------------------|
| Dukal Corporation |          | 02/29/2012     | CORPORATION: NEW YORK |

**RECEIVING PARTY DATA**

|                          |                             |
|--------------------------|-----------------------------|
| <b>Name:</b>             | JPMorgan Chase Bank, N.A.   |
| <b>Street Address:</b>   | 270 Park Avenue, 44th Floor |
| <b>Internal Address:</b> | Mail Code: NY1-K854         |
| <b>City:</b>             | New York                    |
| <b>State/Country:</b>    | NEW YORK                    |
| <b>Postal Code:</b>      | 10017                       |
| <b>Entity Type:</b>      | Bank: UNITED STATES         |

**PROPERTY NUMBERS Total: 15**

| Property Type        | Number  | Word Mark         |
|----------------------|---------|-------------------|
| Registration Number: | 2142612 | DUKAL             |
| Registration Number: | 3379977 | REDI+WASH         |
| Registration Number: | 3566303 | REDI+ WASH        |
| Registration Number: | 3379981 | DAWNMIST          |
| Registration Number: | 3433739 | DAWNMIST          |
| Registration Number: | 2769938 | ULTRA LF          |
| Registration Number: | 3878360 | WAFFLEWEB         |
| Registration Number: | 4002598 | DONOVAN           |
| Registration Number: | 4021736 | DUKAL             |
| Registration Number: | 3745271 | CALIBER           |
| Registration Number: | 3743115 | ATMOSPHERE        |
| Registration Number: | 3756130 | DUKAL REFLECTIONS |
| Registration Number: | 3929480 | READY GEL 1X      |

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|                      |         |                   |
|----------------------|---------|-------------------|
| Registration Number: | 3822556 | DUKAL REFLECTIONS |
| Registration Number: | 3790804 | BODY TOASTER      |

**CORRESPONDENCE DATA**

Fax Number: (412)562-1041  
Phone: 412-562-1637  
Email: vicki.cremonese@bipc.com  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Correspondent Name: Michael L. Dever  
Address Line 1: 301 Grant Street  
Address Line 2: 20th Floor  
Address Line 4: Pittsburgh, PENNSYLVANIA 15219

|                         |                    |
|-------------------------|--------------------|
| ATTORNEY DOCKET NUMBER: | 0052987-000006     |
| NAME OF SUBMITTER:      | Michael L. Dever   |
| Signature:              | /Michael L. Dever/ |
| Date:                   | 03/01/2012         |

**Total Attachments: 3**  
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source=jpmorgan-dukak trademark security interest#page2.tif  
source=jpmorgan-dukak trademark security interest#page3.tif

## ACKNOWLEDGMENT OF SECURITY INTEREST IN TRADEMARKS

February 29, 2012

WHEREAS, DUKAL CORPORATION, a New York corporation ("**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 annexed Schedule 1, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "**Trademarks**");

WHEREAS, Grantor has entered into an Amended and Restated Pledge and Security Agreement, dated as of even date herewith (by and between Grantor and Lender (as defined below) as further amended, restated, supplemented or otherwise modified from time to time in accordance with its terms, the "**Security Agreement**"), in favor of JPMorgan Chase Bank, N.A. ("**Lender**");

WHEREAS, pursuant to the Security Agreement, Grantor has granted to Lender a continuing security interest in all right, title and interest of Grantor in, to and under the Trademarks, together with, among other things, the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including 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, Grantor does hereby grant to Lender a continuing security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

Grantor does hereby further acknowledge and affirm that the rights and remedies of Lender 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.

*[Remainder of Page Intentionally Left Blank; Signature Page Follows]*

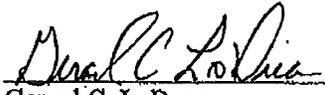
**[SIGNATURE PAGE TO ACKNOWLEDGEMENT OF SECURITY INTEREST IN TRADEMARKS]**

IN WITNESS WHEREOF, Grantor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of the date first written above.

**GRANTOR:**

**DUKAL CORPORATION**

By:

  
Name: Gerard C. LoDuca

Title: President

**TRADEMARK**

**REEL: 004727 FRAME: 0901**

**SCHEDULE 1 TO**  
**ACKNOWLEDGMENT OF SECURITY INTEREST IN TRADEMARKS**

| <u>Trademark</u>    | <u>Registration Date</u> | <u>Registration Number</u> |
|---------------------|--------------------------|----------------------------|
| DUKAL               | 11/2003                  | #2,142,612                 |
| REDI+WASH           | 2/12/2008                | #3,379,877                 |
| REDI+WASH           | 1/27/2009                | #3,566,303                 |
| DAWNMIST            | 2/12/2008                | #3,379,981                 |
| DAWNMIST AND DESIGN | 5/27/2008                | #3,433,739                 |
| ULTRA LF            | 9/30/2003                | #2,769,938                 |
| WAFFLEWEB           | 11/23/2010               | #3,878,360                 |
| DONOVAN             | 7/26/2011                | #4,002,598                 |
| DUKAL               |                          | #4,021,736                 |
| CALIBER             |                          | #3,745,271                 |
| ATMOSPHERE          |                          | #3,743,115                 |
| DUKAL REFLECTIONS   | 03/02/2010               | #3,756,130                 |
| READY GEL 1X        | 03/08/2011               | #3,929,480                 |
| DUKAL REFLECTIONS   | 07/20/2010               | #3,822,556                 |
| BODY TOASTER        | 05/18/2010               | #3,790,804                 |