

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
Royal Cameron Corp.		04/26/2012	CORPORATION: TEXAS
RECEIVING PARTY DATA			
Name:	GemCap Lending I, LLC		
Street Address:	1401 Ocean Avenue		
Internal Address:	Suite 305		
City:	Santa Monica		
State/Country:	CALIFORNIA		
Postal Code:	90401		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3403331	MIRAGE THE NATURE FRIENDLY CHROME ALTERNATIVE	
Registration Number:	3505809	SPOTLIGHT SEATING	
Registration Number:	3509211	USCAPES	
CORRESPONDENCE DATA			
Fax Number:			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	212-381-8737		
Email:	triess@ctswlaw.com		
Correspondent Name:	Y. Ting Riess		
Address Line 1:	420 Lexington Avenue		
Address Line 2:	Suite 2400		
Address Line 4:	New York, NEW YORK 10170		
ATTORNEY DOCKET NUMBER:	975.056		

OP \$90.00 3403331

NAME OF SUBMITTER:	Y. Ting Riess
Signature:	/s/ Y. Ting Riess
Date:	05/01/2012
Total Attachments: 5 source=EXECUTED Trademark Collateral Assignment- Royal Cameron (00143729)#page1.tif source=EXECUTED Trademark Collateral Assignment- Royal Cameron (00143729)#page2.tif source=EXECUTED Trademark Collateral Assignment- Royal Cameron (00143729)#page3.tif source=EXECUTED Trademark Collateral Assignment- Royal Cameron (00143729)#page4.tif source=EXECUTED Trademark Collateral Assignment- Royal Cameron (00143729)#page5.tif	

**TRADEMARK COLLATERAL ASSIGNMENT
AND SECURITY AGREEMENT**

This **TRADEMARK COLLATERAL ASSIGNMENT AND SECURITY AGREEMENT**, dated as of April 26, 2012, made by **ROYAL CAMERON CORP.** a Texas corporation, with its principal place of business located at 1110 Industrial Boulevard, Cameron, Texas 76520 (“Grantor”), in favor of **GEMCAP LENDING I, LLC**, a Delaware limited liability company with offices at 1401 Ocean Avenue, Suite 305, Santa Monica, CA 90401 (“Lender”).

Capitalized terms not otherwise defined herein have the meaning set forth in the Patent and Trademark Security Agreement, of even date herewith, between Grantor and Lender (the “Patent and Trademark Security Agreement”).

W I T N E S S E T H:

WHEREAS, the Grantor has acquired an interest in certain trademarks identified in **Exhibit 1** hereto (the “Trademarks”);

WHEREAS, the Grantor and the Lender are parties to that certain Loan and Security Agreement, dated as of April 26, 2012 (as from time to time amended or supplemented, the “Loan Agreement”);

WHEREAS, it is a condition precedent to the Lender’s entry into the Loan Agreement that the Grantor shall have executed and deliver the Patent and Trademark Security Agreement to the Lender;

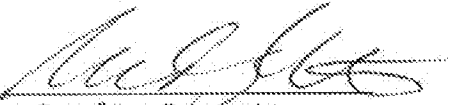
WHEREAS, the Grantor wishes to grant to Lender a security interest in certain of its property and assets to secure the performance of its obligations under the Loan Agreement and the other Loan Documents;

WHEREAS, the Grantor and the Lender by this instrument seek to confirm and make a record of the collateral assignment of and grant of a security interest in the Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the Grantor does hereby acknowledge and confirm that it has made a collateral assignment to the Lender of, and has granted to the Lender a Lien on and security interest in, all of the Grantor’s right, title and interest in, to, and under the Trademarks. The Grantor also acknowledges and confirms that the rights and remedies of Lender with respect to the collateral assignment of and security interests in the Trademarks acknowledged and confirmed hereby are more fully set forth in the Patent and Trademark Security Agreement and the Loan Documents, the terms and provisions of which are incorporated herein by reference.

[SIGNATURE PAGE FOLLOWS]

ROYAL CAMERON CORP.

By: 
Name: Reeder Dosssett
Title: President and chief executive officer

GEMCAP LENDING I, LLC

By: _____
Name:
Title: President

[SIGNATURE PAGE 1 OF 2 - TRADEMARK COLLATERAL ASSIGNMENT AND SECURITY AGREEMENT]

ROYAL CAMERON CORP.

By: _____
Name:
Title:

GEMCAP LENDING I, LLC

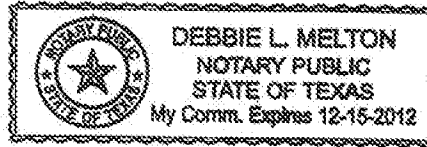
By: _____
Name: *Richard Ellis*
Title: President

State of Texas County of Milam

Before me, Debbie L. Melton, on this day personally appeared Reeder Dessett, known to me (or proved to me on the oath of N/A or through (description of identity card or other document) to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

Given under my hand and seal of office this 26th day of April, 2012.

(Personalized Seal) Notary Public's Signature



STATE OF _____)ss.
COUNTY OF _____)

On _____, 2012, before me, _____, a Notary Public, personally appeared _____, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity on behalf of GemCap Lending I, LLC, as Lender, and that by his signature on the instrument, GemCap Lending I, LLC executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

_____, Notary Public
My Commission Expires _____

[SIGNATURE PAGE 2 OF 2 - TRADEMARK COLLATERAL ASSIGNMENT AND SECURITY AGREEMENT]

**EXHIBIT 1
TO
TRADEMARK COLLATERAL ASSIGNMENT
AND SECURITY AGREEMENT**

TRADEMARKS

Serial No./Registration No.	App. No./Registration No.	Item	Status	Filing Date	Date Published, Allowed, or Registered	Registrant
78823803/3403331		MIRAGE THE NATURE FRIENDLY CHROME ALTERNATIVE	Live	February 27, 2006	Registration Date: March 25, 2008	Royal Cameron
77032990/3505809		SPOTLIGHT SEATING	Live	October 31, 2006	Registration Date: September 23, 2008	Royal Cameron
77040236/3509211		USCAPES	Live	November 9, 2006	Registration Date: September 30, 2008	Royal Cameron