

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
Flanders Corporation		05/16/2012	CORPORATION: NORTH CAROLINA

RECEIVING PARTY DATA

Name:	PNC Bank, National Association, as Agent
Street Address:	500 First Avenue
Internal Address:	Commercial Loan Service Center/DCC
City:	Pittsburgh
State/Country:	PENNSYLVANIA
Postal Code:	15219
Entity Type:	National Banking Association: UNITED STATES

PROPERTY NUMBERS Total: 35

Property Type	Number	Word Mark
Registration Number:	3896273	
Registration Number:	3898857	FOREMOST IN AIR FILTRATION
Registration Number:	3896246	FLANDERS
Registration Number:	3887440	AIRPURE
Registration Number:	3704819	PRECISIONCELL
Registration Number:	3764911	E-Z GREEN
Registration Number:	2368425	VAPORCLEAN
Registration Number:	2331137	FLANDERS ABSOLUTE ISOLATION
Registration Number:	2282945	NATURALAIRE
Registration Number:	2325356	FLANDERS/CSC
Registration Number:	3105404	FLANDERS/CSC
Registration Number:	2287009	TECH-SORB
Registration Number:	2199718	GAS PAK

CH \$890.00 3896273

Registration Number:	1813601	PUREFRAME
Registration Number:	1813600	PURESEAL
Registration Number:	1804319	KWIK KUT
Registration Number:	1802004	EZ FLOW
Registration Number:	1706552	DIMPLE PLEAT
Registration Number:	1706546	PUREFORM
Registration Number:	1745792	BLU-JEL
Registration Number:	1459969	PRECISIONAIRE
Registration Number:	1160827	VLSI
Registration Number:	1165405	CHANNEL-CEIL
Registration Number:	1084617	SUPER-FLOW
Registration Number:	1028568	FLANDERS
Registration Number:	0932232	AIRVELOPE
Registration Number:	0868674	ECONO-CELL
Registration Number:	0626188	DUSTGARD
Serial Number:	85057357	IT'S NOT JUST AIR, IT'S THE SOURCE OF LIFE
Registration Number:	3907771	ENERGY AIRE
Registration Number:	3979947	FLANDERS / AIR SEAL
Registration Number:	3976329	PRE-PLEAT
Serial Number:	76695097	NATURALAIRE FILTER FRAGRANCE
Serial Number:	85437930	VP-MERV 8
Serial Number:	85242284	ALPHA CELL

**CORRESPONDENCE DATA**

Fax Number: 2155572049  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Phone: (215) 988-6991  
Email: tarbox@blankrome.com  
Correspondent Name: Olivia H. Tarbox, Paralegal  
Address Line 1: Blank Rome LLP  
Address Line 2: One Logan Square - 8th Floor  
Address Line 4: Philadelphia, PENNSYLVANIA 19103-6998

ATTORNEY DOCKET NUMBER:	074658-01867
NAME OF SUBMITTER:	Olivia H. Tarbox
Signature:	/Olivia H. Tarbox/

06/13/2012

**Total Attachments: 5**

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NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Revolving Credit and Security Agreement, dated as of May 16, 2012 (as the same may be amended, modified, restated or supplemented from time to time, the "Agreement"), by and among Flanders Corporation, a North Carolina corporation, the other Borrowers party thereto and PNC Bank, National Association, a national banking association, as agent (in such capacity, together with any successor, the "Agent") for the Secured Parties referenced therein, the undersigned (each a "Grantor" and collectively, the "Grantors") has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown on Schedule 1 attached hereto to the Agent for the ratable benefit of the Secured Parties.


The undersigned Grantor and the Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the trademarks and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

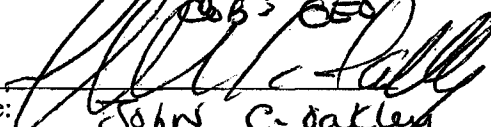
Notwithstanding anything herein to the contrary, the liens and security interests referred to in this Notice of Grant of Security Interest in Trademarks and the exercise of any right or remedy by the Agent, U.S. Bank National Association, as agent ("Term Loan Agent") under that certain Term Loan Credit and Security Agreement by and among itself, Flanders Corporation and the other Borrowers thereto, or related lenders thereunder, are subject to that certain Intercreditor Agreement, dated as of the date hereof (as amended, modified, restated or replaced from time to time supplemented) by and among Agent, Term Loan Agent and each of the Borrowers party thereto.

Very truly yours,

[Signature Page Follows]

**FLANDERS CORPORATION**

By:   
Name: Harry L. Smith, Jr.  
Title: CEO

By:   
Name: John C. Oakley  
Title: President / CFO

Acknowledged and Accepted:

PNC BANK, NATIONAL ASSOCIATION  
as Agent

By: \_\_\_\_\_  
Name:  
Title:

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

**FLANDERS CORPORATION**

By: \_\_\_\_\_

Name:

Title:

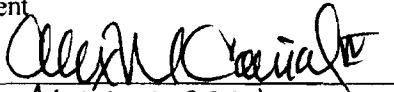
By: \_\_\_\_\_

Name:

Title:

Acknowledged and Accepted:

PNC BANK. NATIONAL ASSOCIATION  
as Agent

By: 

Name: ALEX M. COUNCIL

Title: VICE PRESIDENT

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

**SCHEDULE 1**

**Trademark Registrations and Applications**

Mark	Country	Serial or Reg. No.	Owner
 Design Only	U.S.A	3,896,273	Flanders Corporation
FOREMOST IN AIR FILTRATION	U.S.A	3,898,857	Flanders Corporation
<b>Flanders</b>  FLANDERS and Design	U.S.A	3,896,246	Flanders Corporation
AIRPURE	U.S.A	3,887,440	Flanders Corporation
PRECISIONCELL	U.S.A	3,704,819	Flanders Corporation
E-Z GREEN	U.S.A	3,764,911	Flanders Corporation
VAPORCLEAN	U.S.A	2,368,425	Flanders Corporation
 FLANDERS ABSOLUTE ISOLATION FLANDERS ABSOLUTE ISOLATION and Design	U.S.A	2,331,137	Flanders Corporation
NATURALAIRE	U.S.A	2,282,945	Flanders Corporation
FLANDERS/CSC	U.S.A	2,325,356	Flanders Corporation
FLANDERS/CSC	U.S.A	3,105,404	Flanders Corporation
TECH-SORB	U.S.A	2,287,009	Flanders Corporation
GAS PAK	U.S.A	2,199,718	Flanders Corporation
PUREFRAME	U.S.A	1,813,601	Flanders Corporation
PURESEAL	U.S.A	1,813,600	Flanders Corporation
KWIK KUT	U.S.A	1,804,319	Flanders Corporation
EZ FLOW	U.S.A	1,802,004	Flanders Corporation
DIMPLE PLEAT	U.S.A	1,706,552	Flanders Corporation
PUREFORM	U.S.A	1,706,546	Flanders Corporation
BLU-JEL	U.S.A	1,745,792	Flanders Corporation
 PRECISIONAIRE and Design	U.S.A	1,459,969	Flanders Corporation
VLSI	U.S.A	1,160,827	Flanders Corporation
CHANNEL-CEIL	U.S.A	1,165,405	Flanders Corporation
SUPER-FLOW	U.S.A	1,084,617	Flanders Corporation

<b>Mark</b>	<b>Country</b>	<b>Serial or Reg. No.</b>	<b>Owner</b>
FLANDERS	U.S.A.	1,028,568	Flanders Corporation
AIRVELOPE	U.S.A.	0,932,232	Flanders Corporation
ECONO-CELL	U.S.A.	0,868,674	Flanders Corporation
DUSTGUARD	U.S.A.	0,626,188	Flanders Corporation
IT'S NOT JUST AIR, IT'S THE SOURCE OF LIFE	U.S.A.	85/057,357	Flanders Corporation
ENERGY AIRE	U.S.A.	3,907,771	Flanders Corporation
FLANDERS / AIR SEAL	U.S.A.	3,979,947	Flanders Corporation
PRE-PLEAT	U.S.A.	3,976,329	Flanders Corporation
NATURALAIRE FILTER FRAGRANCE	U.S.A.	76/695,097	Flanders Corporation
VP-MERV 8	U.S.A.	85/437,930	Flanders Corporation
ALPHA CELL	U.S.A.	85/242,284	Flanders Corporation