

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
Euro-Pro Operating LLC		09/30/2012	LIMITED LIABILITY COMPANY: DELAWARE
EP Midco LLC		09/30/2012	LIMITED LIABILITY COMPANY: DELAWARE
Euro-Pro International Holding Company		09/30/2012	CORPORATION: DELAWARE
Euro-Pro Management Company		09/30/2012	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Agent
Street Address:	225 Franklin Street, 2nd Floor
City:	Boston
State/Country:	MASSACHUSETTS
Postal Code:	02110
Entity Type:	National Banking Association (Bank): UNITED STATES

PROPERTY NUMBERS Total: 66

Property Type	Number	Word Mark
Serial Number:	85263041	ANTI-ALLERGEN COMPLETE CLEAN TECHNOLOGY
Registration Number:	4020787	ANTI ALLERGEN COMPLETE SEAL TECHNOLOGY
Serial Number:	85623087	ANTI-ALLERGEN TOTAL CLEAN AIR TECHNOLOGY
Registration Number:	4187998	BLENDED BOOST
Serial Number:	85726507	BUFF & GLO
Serial Number:	85514333	CLEAN AIR
Serial Number:	85435600	CLEAN IS IN THE AIR
Serial Number:	85345923	
Registration Number:	4085288	
Serial Number:	85233642	

OP \$1665.00 85263041

Serial Number:	85352846	DID YOU BOOST TODAY
Serial Number:	85726503	DUO SHINE
Serial Number:	85290003	DUST-AWAY
Serial Number:	85286152	EURO-PRO
Registration Number:	4116184	EXPRESS CHOP
Registration Number:	4113023	INTELLIGENT STEAM CONTROL
Serial Number:	85435542	IT CLEANS. IT SANITIZES. IT ROCKS.
Serial Number:	85361771	KITCHEN SYSTEM PULSE
Registration Number:	3915280	LIFT-AWAY
Registration Number:	4007801	LIFT-AWAY
Serial Number:	85436229	LIFT-AROUND
Serial Number:	85610403	MASTER EVERY MEAL
Serial Number:	85604079	MEGA KITCHEN SYSTEM
Serial Number:	85606200	MICRO DIRT CATCH AND RELEASE TECHNOLOGY
Serial Number:	85726516	MOST RECOMMENDED VACUUM
Serial Number:	85507726	NEVER LOSES CLEANING PERFORMANCE
Serial Number:	85345933	NINJA
Serial Number:	85975953	NINJA
Serial Number:	85233647	NINJA
Serial Number:	85347800	NINJA BOOST
Serial Number:	85405848	NINJA PRECISION PULSE
Serial Number:	85336189	NINJA PULSE
Serial Number:	85507740	NO LOSS OF CLEANING PERFORMANCE
Serial Number:	85673287	POWERLIGHT
Serial Number:	85353022	PULSE TECHNOLOGY
Serial Number:	85726493	REJUVASHINE
Serial Number:	85520494	ROTATOR
Serial Number:	85268744	ROUNABOUT
Serial Number:	85516306	SEARIOUS
Serial Number:	85574203	SHARK
Serial Number:	85570279	SHARK
Serial Number:	85266546	SHARK NAVIGATOR
Serial Number:	85260065	SHARK TOTAL HOME STEAM CLEANING
Serial Number:	85210228	SMARTSPEED
Serial Number:	85673330	SONIC

	85673334	SONIC
Serial Number:	85570478	SONIC DUO
Serial Number:	85673277	SONIC BREEZE
Serial Number:	85673271	SONIC EASE
Serial Number:	85673310	SONIC LIFT
Serial Number:	85450995	SONIC STEAM MOP
Serial Number:	85450988	SONIC STEAM POCKET
Serial Number:	85673295	SONIC STICK
Serial Number:	85543758	STACKABLES
Serial Number:	85553233	STACK-A-BOWLS
Serial Number:	85376475	STEAM INFUSED COOKING
Serial Number:	85376487	STEAM INFUSED TECHNOLOGY
Serial Number:	85487962	SURROUND HEAT
Serial Number:	85228461	THE FLOOR IS YOUR STAGE
Serial Number:	85228482	THE KITCHEN IS YOUR STAGE
Serial Number:	85622702	TOTAL CLEAN AIR
Serial Number:	85641208	TRIPLE FUSION HEAT
Serial Number:	85726487	VAC OR STEAM
Serial Number:	85210607	WARRIOR
Serial Number:	85310083	WELLNESS WARRIOR
Serial Number:	85429320	WHAT WILL YOU BOOST TODAY

CORRESPONDENCE DATA

Fax Number: 7043738839
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 7043738065
Email: rlucas@mcguirewoods.com
Correspondent Name: Gina M. Lucas, Paralegal
Address Line 1: 201 N. Tryon Street
Address Line 2: c/o McGuireWoods LLP
Address Line 4: Charlotte, NORTH CAROLINA 28202

NAME OF SUBMITTER:	Gina M. Lucas
Signature:	gina/m/lucas
Date:	12/04/2012

Total Attachments: 9

TRADEMARK
REEL: 004912 FRAME: 0161

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SECOND AMENDMENT TO TRADEMARK SECURITY AGREEMENT

This SECOND AMENDMENT TO TRADEMARK SECURITY AGREEMENT (this "Amendment"), dated as of September 30, 2012 is delivered pursuant to that certain Trademark Security Agreement dated as of August 10, 2007 (as amended, amended and restated, supplemented or otherwise modified from time to time, the "Trademark Agreement") and that certain First Amendment to Trademark Security Agreement dated as of June 28, 2010 by and among EURO-PRO OPERATING LLC, a Delaware limited liability company ("EP Operating"), EP MIDCO LLC, a Delaware limited liability company ("EP Midco" and together with EP Operating, collectively, "Borrowers"), EURO-PRO INTERNATIONAL HOLDING COMPANY, a Delaware corporation ("EP International"), EURO-PRO MANAGEMENT COMPANY, a Delaware corporation ("EP Management" and together with EP International, collectively, "Initial Guarantors") (the Borrowers and the Initial Guarantors sometimes collectively referred to as "Grantors" and individually as a "Grantor"), in favor of BANK OF AMERICA, N.A., a national banking association, in its capacity as Agent ("Agent") for itself and the Lenders from time to time party to the Loan Agreement, as hereinafter defined ("Lenders"), the Trademark Security Agreement being recorded on August 16, 2007 as Reel/Frame 003602/0771 with the U.S. Trademark Office and the First Amendment to Trademark Security Agreement being recorded on July 6, 2010 as Reel Frame 004237/0358.

WITNESSETH:

WHEREAS, certain of the Grantors are indebted to the Agent and the Lenders pursuant to that certain Second Amended and Restated Loan and Security Agreement dated as of September 30, 2012 (as such agreement may be amended and restated, supplemented or otherwise modified from time to time, the "Loan Agreement"); and

WHEREAS, the Grantors have provided Agent with notice that they have obtained additional Trademarks;

NOW, THEREFORE, in consideration of the premises and the mutual covenants and agreements hereinafter set forth, each Grantor and the Agent agree as follows:

1. AMENDMENT OF GRANT OF SECURITY INTEREST IN TRADEMARK COLLATERAL. Schedule I of the Trademark Agreement is hereby amended as of the date hereof to include the Trademarks set forth on the schedules attached hereto; provided, that no such amendment or restatement shall release or be deemed to release any security interest in any present or future Trademark granted to Agent and the Lenders as collateral pursuant to the Trademark Agreement.

2. SECTION TITLES. The Section titles contained in this Trademark Security Agreement are and shall be without substantive meaning or content of any kind whatsoever and are not a part of the agreement between the parties hereto.

3. COUNTERPARTS. This Trademark Security Agreement may be executed in any number of counterparts, each of which shall collectively and separately constitute one and the same agreement.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, each Grantor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

GRANTORS:

EURO-PRO OPERATING LLC

By: Jenny McCabe
Name: Jennifer McCabe
Title: EVP/General Counsel

EP MIDCO LLC

By: Jenny McCabe
Name: Jennifer McCabe
Title: EVP/General Counsel

EURO-PRO INTERNATIONAL HOLDING
COMPANY

By: Jenny McCabe
Name: Jennifer McCabe
Title: EVP/General Counsel

EURO-PRO MANAGEMENT COMPANY

By: Jenny McCabe
Name: Jennifer McCabe
Title: EVP/General Counsel

ACCEPTED AND ACKNOWLEDGED BY:

BANK OF AMERICA, N.A., as Agent

By: _____
Name: _____
Title: _____

IN WITNESS WHEREOF, each Grantor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

GRANTORS:

EURO-PRO OPERATING LLC

By: _____
Name: _____
Title: _____

EP MIDCO LLC

By: _____
Name: _____
Title: _____

EURO-PRO INTERNATIONAL HOLDING
COMPANY

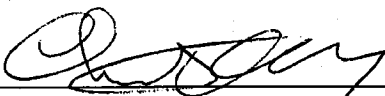
By: _____
Name: _____
Title: _____

EURO-PRO MANAGEMENT COMPANY

By: _____
Name: _____
Title: _____

ACCEPTED AND ACKNOWLEDGED BY:

BANK OF AMERICA, N.A., as Agent

By: 
Name: Christopher Godfrey
Title: Senior Vice President

SCHEDULE I
to
TRADEMARK SECURITY AGREEMENT

Borrowers' and Subsidiaries' Trademarks:

<u>Trademark</u>	<u>Owner</u>	<u>Status in Trademark Office</u>	<u>Application Number</u>	<u>Application Date</u>	<u>Registration Number</u>	<u>Registration Date</u>
ANTI-ALLERGEN COMPLETE CLEAN TECHNOLOGY	Euro-Pro Operating LLC	Filed	85/263041	03/10/2011		
ANTI ALLERGEN COMPLETE SEAL TECHNOLOGY	Euro-Pro Operating LLC	Registered	85/106447	08/12/2010	4,020,787	08/30/2011
ANTI-ALLERGEN TOTAL CLEAN AIR TECHNOLOGY	Euro-Pro Operating LLC	Filed	85/623087	05/11/2012		
BLENDED BOOST	Euro-Pro Operating LLC	Registered	85/393574	08/09/2011	4,187,998	8/7/2012
BRAVETTI	Euro-Pro Operating LLC	Docketed				
BUFF & GLO	Euro-Pro Operating LLC	Filed	85/726507	09/11/2012		
CLEAN AIR	Euro-Pro Operating LLC	Filed	85/514333	01/11/2012		
CLEAN IS IN THE AIR	Euro-Pro Operating LLC	Filed	85/435600	09/29/2011		
DESIGN ONLY	Euro-Pro Operating LLC	Filed	85/345923	06/04/2011		
DESIGN ONLY	Euro-Pro Operating LLC	Registered	85/975952	02/03/2011	4,085,288	01/10/2012
DESIGN ONLY	Euro-Pro Operating	Filed	85/233642	02/03/2011		

<u>Trademark</u>	<u>Owner</u>	<u>Status in Trademark Office</u>	<u>Application Number</u>	<u>Application Date</u>	<u>Registration Number</u>	<u>Registration Date</u>
	LLC					
DID YOU BOOST TODAY	Euro-Pro Operating LLC	Filed	85/352846	06/22/2011		
DUO SHINE	Euro-Pro Operating LLC	Filed	85/726503	09/11/2012		
DUST-AWAY	Euro-Pro Operating LLC	Filed	85/290003	04/08/2011		
EURO-PRO	Euro-Pro Operating LLC	Filed	85/286152	04/05/2011		
EXPRESS CHOP	Euro-Pro Operating LLC	Registered	85/265073	03/11/2011	4116184	03/20/2012
INTELLIGENT STEAM CONTROL	Euro-Pro Operating LLC	Registered	85/260036	03/07/2011	4,113,023	03/13/2012
IT CLEANS. IT SANITIZES. IT ROCKS.	Euro-Pro Operating LLC	Filed	85/435542	09/29/2011		
KITCHEN SYSTEM PULSE	Euro-Pro Operating LLC	Filed	85/361771	07/01/2011		
LIFT AWAY	Euro-Pro Operating LLC	Registered	77/934811	02/12/2010	3,915,280	02/01/2011
LIFT-AWAY	Euro-Pro Operating LLC	Registered	85/179134	11/17/2010	4,007,801	08/02/2011
LIFT-AROUND	Euro-Pro Operating LLC	Filed	85/436229	09/30/2011		
MASTER EVERY MEAL	Euro-Pro Operating LLC	Filed	85/610403	04/27/2012		
MEGA KITCHEN SYSTEM	Euro-Pro Operating LLC	Filed	85604079	04/20/2012		
MICRO DIRT CATCH AND RELEASE TECHNOLOGY	Euro-Pro Operating LLC	Filed	85/606200	04/24/2012		

<u>Trademark</u>	<u>Owner</u>	<u>Status in Trademark Office</u>	<u>Application Number</u>	<u>Application Date</u>	<u>Registration Number</u>	<u>Registration Date</u>
MOST RECOMMENDED VACUUM	Euro-Pro Operating LLC	Filed	85/726516	09/11/2012		
NEVER LOSES CLEANING PERFORMANCE	Euro-Pro Operating LLC	Filed	85/507726	01/03/2012		
NINJA	Euro-Pro Operating LLC	Filed	85/345933	06/14/2011		
NINJA	Euro-Pro Operating LLC	Registered	85/975953	02/03/2011	4,085,289	01/10/2012
NINKA	Euro-Pro Operating LLC	Filed	85/233647	02/03/2011		
NINJA BOOST	Euro-Pro Operating LLC	Filed	85/347800	06/16/2011		
NINJA PRECISION PULSE	Euro-Pro Operating LLC	Filed	85/405848	8/24/2011		
NINJA PULSE	Euro-Pro Operating LLC	Filed	85/336189	06/02/2011		
NO LOSS OF CLEANING PERFORMANCE	Euro-Pro Operating LLC	Filed	85/507740	01/03/2012		
POWERLIGHT	Euro-Pro Operating LLC	Filed	85/673287	07/10/12		
PULSE TECHNOLOGY	Euro-Pro Operating LLC	Filed	85/353022	6/22/2011		
REJUVASHINE	Euro-Pro Operating LLC	Filed	85/726493	09/11/2012		
ROTATOR	Euro-Pro Operating LLC	Filed	85/520494	01/19/2012		
ROUNDABOUT	Euro-Pro Operating LLC	Filed	85/268744	06/21/2011		
SEARIOUS	Euro-Pro	Filed	85/516306	01/13/2012		

<u>Trademark</u>	<u>Owner</u>	<u>Status in Trademark Office</u>	<u>Application Number</u>	<u>Application Date</u>	<u>Registration Number</u>	<u>Registration Date</u>
	Operating LLC					
SHARK	Euro-Pro Operating LLC	Filed	85/574203	03/20/2012		
SHARK	Euro-Pro Operating LLC	Filed	85/570279	03/15/2012		
SHARK NAVIGATOR	Euro-Pro Operating LLC	Registered	85/266546	03/14/2011	4,016,120	08/23/2011
SHARK TOTAL HOME STEAM CLEANING	Euro-Pro Operating LLC	Filed	85/260065	03/07/2011		
SMARTSPEED	Euro-Pro Operating LLC	Filed	85/210228	01/04/2011		
SONIC	Euro-Pro Operating LLC	Filed	85/673330	07/10/2012		
SONIC	Euro-Pro Operating LLC	Filed	85/673334	07/10/2012		
SONIC DUO	Euro-Pro Operating LLC	Filed	85/570478	03/15/2012		
SONIC BREEZE	Euro-Pro Operating LLC	Filed	85/673277	07/10/2012		
SONIC EASE	Euro-Pro Operating LLC	Filed	85/673271	07/10/2012		
SONIC LIFT	Euro-Pro Operating LLC	Filed	85/673310	07/10/2012		
SONIC STEAM MOP	Euro-Pro Operating LLC	Filed	85/450995	10/19/2011		
SONIC STEAM POCKET	Euro-Pro Operating LLC	Filed	85/450988	10/19/2011		
SONIC STICK	Euro-Pro Operating LLC	Filed	85/673295	07/10/2012		
STACKABLES	Euro-Pro Operating	Filed	85/543758	02/15/2012		

<u>Trademark</u>	<u>Owner</u>	<u>Status in Trademark Office</u>	<u>Application Number</u>	<u>Application Date</u>	<u>Registration Number</u>	<u>Registration Date</u>
	LLC					
STACK-A-BOWLS	Euro-Pro Operating LLC	Filed	85/553233	02/27/2012		
STEAM INFUSED COOKING	Euro-Pro Operating LLC	Filed	85/376475	7/20/11		
STEAM INFUSED TECHNOLOGY	Euro-Pro Operating LLC	Filed	85/376487	7/20/11		
SURROUND HEAT	Euro-Pro Operating LLC	Filed	85/487962	12/6/2011		
THE FLOOR IS YOUR STAGE	Euro-Pro Operating LLC	Filed	85/228461	01/28/2011		
THE KITCHEN IS YOUR STAGE	Euro-Pro Operating LLC	Filed	85/228482	01/28/2011		
TOTAL CLEAN AIR	Euro-Pro Operating LLC	Filed	85/622702	05/11/2012		
TRIPLE FUSION HEAT	Euro-Pro Operating LLC	Filed	85/641208	06/01/2012		
VAC OR STEAM	Euro-Pro Operating LLC	Docketed				
VAC OR STEAM	Euro-Pro Operating LLC	Filed	85/726487	09/11/2012		
WARRIOR	Euro-Pro Operating LLC	Registered	85/210607	01/05/2011	4,085,034	01/10/2012
WELLNESS WARRIOR	Euro-Pro Operating LLC	Filed	85/310083	05/02/2011		
WHAT WILL YOU BOOST TODAY	Euro-Pro Operating LLC	Filed	85/429320	09/22/2011		