

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
Houghton Technical Corp..		12/20/2012	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Royal Bank of Canada, as U.S. Collateral Agent
Street Address:	20 King Street West
Internal Address:	4th Floor
City:	Toronto
State/Country:	CANADA
Postal Code:	M5H 1C4
Entity Type:	CORPORATION: CANADA

PROPERTY NUMBERS Total: 41

Property Type	Number	Word Mark
Registration Number:	124386	THE HOUGHTON LINE
Registration Number:	132171	RUST VETO
Registration Number:	146254	COSMOLUBRIC
Registration Number:	183194	HOUGHTON'S DRAW TEMP
Registration Number:	183195	HOUGHTON'S LIQUID HEAT
Registration Number:	222255	HOUGHTO-CLEAN
Registration Number:	256604	HOCUT
Registration Number:	256723	HOUGHTODRAW
Registration Number:	256724	HOUGHTOGRIND
Registration Number:	302902	STA-PUT
Registration Number:	354220	CUT-MAX
Registration Number:	398265	COSMOLINE
Registration Number:	413827	ENSIS COMPOUND

900243931

**TRADEMARK
 REEL: 004940 FRAME: 0955**

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Registration Number:	503431	HOUGHTO-BLACK
Registration Number:	503907	MAR TEMP
Registration Number:	515021	HOUGHTO-QUENCH
Registration Number:	524927	HYDRO-DRIVE
Registration Number:	515719	MAR-TEMP
Registration Number:	639915	DROMUS
Registration Number:	639917	MACRON
Registration Number:	640245	GARIA
Registration Number:	648089	VOLUTA
Registration Number:	704471	HOUGHTO-SAFE
Registration Number:	711329	CERFA-KLEEN
Registration Number:	727626	HOUGHTO SAFE 620
Registration Number:	776873	CINDOL
Registration Number:	911722	HI-TEMP
Registration Number:	931209	AQUA-QUENCH
Registration Number:	998375	H HOUGHTON
Registration Number:	1085200	HYDRA-CUT
Registration Number:	2068149	DIE KOTE
Registration Number:	2237142	FLUIDCARE
Registration Number:	2158959	TANDEMOL
Registration Number:	2774061	QUENCHCARE
Registration Number:	2923996	HOUGHTO-TREND
Registration Number:	2930640	FENELLA
Registration Number:	4254669	H HOUGHTON
Registration Number:	4182670	CERFA-KLEEN
Registration Number:	4182671	HOUGHTO-SAFE
Serial Number:	85485343	HYDRO-DRIVE
Serial Number:	85485348	RUST VETO

CORRESPONDENCE DATA

Fax Number: 2122305199

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 212-318-6518

Email: terrenceboyle@paulhastings.com

Correspondent Name: Terrence G. Boyle c/o Paul Hastings LLP

Address Line 1: 75 East 55th Street

TRADEMARK
REEL: 004940 FRAME: 0956

Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:

78436.00069

DOMESTIC REPRESENTATIVE

Name:

Address Line 1:

Address Line 2:

Address Line 3:

Address Line 4:

NAME OF SUBMITTER:

Terrence G. Boyle

Signature:

/Terrence G. Boyle/

Date:

01/11/2013

Total Attachments: 4

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**GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Houghton Technical Corp., a Delaware corporation (the "Grantor") with principal offices at 945 Madison Ave., Norristown, PA 19403, hereby grants to Royal Bank of Canada, as U.S. Collateral Agent, with principal offices at Royal Bank of Canada, 20 King Street West, 4th Floor, Toronto, ON, M5H 1C4 (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the U.S. Guaranty and Collateral Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same; it being understood that with respect to United States intent-to-use trademark applications included in the Trademarks, the grant of the security interest hereunder shall not apply until and unless a statement of use or an amendment to allege use has been filed and accepted by the United States Patent and Trademark Office.

THIS GRANT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the U.S. Guaranty and Collateral Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of December 20, 2012 (as amended, modified, restated and/or supplemented from time to time, the "U.S. Guaranty and Collateral Agreement").

This Grant has been granted in conjunction with the security interest granted to the Grantee under the U.S. Guaranty and Collateral Agreement. The rights and remedies of the parties hereto with respect to the security interest granted herein are as set forth in the U.S. Guaranty and Collateral Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the U.S. Guaranty and Collateral Agreement, the provisions of the U.S. Guaranty and Collateral Agreement shall govern. This Grant shall be governed by and construed in accordance with the laws of the State of New York.

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IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date first written above.

HOUGHTON TECHNICAL CORP., Grantor

By: _____

Name: Paul DeVivo

Title: President

SCHEDULE A

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
THE HOUGHTON LINE (Stylized)	124386	07/22/1918
RUST VETO (Stylized)	132171	01/02/1920
COSMOLUBRIC and Design	146254	09/06/1921
HOUGHTON'S DRAW TEMP (Stylized)	183194	04/22/1924
HOUGHTON'S LIQUID HEAT (Stylized)	183195	04/22/1924
HOUGHTO-CLEAN (Stylized)	222255	12/28/1926
HOCUT (Stylized)	256604	05/21/1929
HOUGHTODRAW (Stylized)	256723	05/21/1929
HOUGHTOGRIND (Stylized)	256724	05/21/1929
STA-PUT (Stylized)	302902	12/17/1932
CUT-MAX (Stylized)	354220	02/08/1938
COSMOLINE (Stylized)	398265	10/20/1942
ENSIS COMPOUND (Stylized)	413827	10/17/1944
HOUGHTO-BLACK (Stylized)	503431	09/05/1947
MAR TEMP (Stylized)	503907	11/16/1948
HOUGHTO-QUENCH (Stylized)	515021	09/13/1949
HYDRO-DRIVE (Stylized)	524927	05/09/1950
MAR-TEMP (Stylized)	515719	09/27/1949
DROMUS	639915	01/15/1957
MACRON	639917	01/15/1957
GARIA	640245	01/22/1957
VOLUTA	648089	07/09/1957
HOUGHTO-SAFE (Stylized)	704471	09/20/1960
CERFA-KLEEN (Stylized)	711329	02/14/1961
HOUGHTO SAFE 620 (Stylized)	727626	02/20/1962
CINDOL (Stylized)	776873	09/15/1964
HI-TEMP	911722	05/25/1971
AQUA-QUENCH	931209	03/28/1972

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
H HOUGHTON and Design	998375	11/19/1974
HYDRA-CUT	1085200	02/14/1978
DIE KOTE	2068149	06/03/1997
FLUIDCARE	2237142	04/06/1999
TANDEMOL	2158959	05/19/1998
QUENCHCARE	2774061	10/14/2003
HOUGHTO-TREND	2923996	02/01/2005
FENELLA	2930640	03/08/2005
H HOUGHTON and Design	4254669	12/04/2012
CERFA-KLEEN	4182670	07/31/2012
HOUGHTO-SAFE	4182671	07/31/2012
HYDRO-DRIVE	SN 85-485343	11/27/2012 (Published)
RUST VETO	SN 85-485348	10/16/2012 (Published)