

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Supplement to Intellectual Property Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Aerco International, Inc.		03/20/2013	CORPORATION: NEW JERSEY
RECEIVING PARTY DATA			
Name:	KeyBank National Association, as Administrative Agent		
Street Address:	127 Public Square		
City:	Cleveland		
State/Country:	OHIO		
Postal Code:	44114		
Entity Type:	National Association: UNITED STATES		
PROPERTY NUMBERS Total: 9			
Property Type	Number	Word Mark	
Registration Number:	4147382	AERCO INNOVATION	
Registration Number:	2155123	BENCHMARK	
Registration Number:	3561141	C-MORE	
Registration Number:	1904243	HEAT SMART	
Registration Number:	1925313	HEAT YOU CAN BANK ON	
Registration Number:	1092237	LOADALERT	
Registration Number:	3678048	SMARTPLATE	
Registration Number:	2185730	WATERWIZARD	
Serial Number:	85741439	ONAEER	
CORRESPONDENCE DATA			
Fax Number:	2164798780		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	216.479.8500		

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Email: trademark@squiresanders.com
Correspondent Name: Laura E. Hoag
Address Line 1: Squire Sanders (US) LLP
Address Line 2: 4900 Key Tower, 127 Public Square
Address Line 4: Cleveland, OHIO 44114

ATTORNEY DOCKET NUMBER:	020687.00053
NAME OF SUBMITTER:	Laura E. Hoag
Signature:	/LEH/
Date:	03/25/2013
Total Attachments: 4 source=IP Supplement (executed)#page1.tif source=IP Supplement (executed)#page2.tif source=IP Supplement (executed)#page3.tif source=IP Supplement (executed)#page5.tif	

EXECUTION VERSION

SUPPLEMENT TO
INTELLECTUAL PROPERTY SECURITY AGREEMENT

March 20, 2013

United States Patent and Trademark Office

Ladies and Gentlemen:


Please be advised that pursuant to the Intellectual Property Security Agreement, dated as of November 21, 2007 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among Aerco International, Inc. a New Jersey corporation (the "Grantor") and KeyBank National Association, as agent (the "Agent"), the Grantor has granted a continuing security interest in and continuing lien upon the Collateral (as therein defined), including, without limitation, the Patents and Trademarks (each as therein defined) to the Agent, for the ratable benefit of the Lenders (as therein defined).

Pursuant to Section 15 of the Agreement, Grantor hereby notifies Agent that it has acquired new Patents as set forth on Schedule A hereto (the "Additional Patent Collateral") and new Trademarks as set forth on Schedule B hereto (the "Additional Trademark Collateral" and, together with the Additional Patent Collateral, the "Additional Collateral") and has granted to the Agent for the ratable benefit of the Lenders a lien on and security interest in such Additional Collateral.

The Grantor and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the Additional Collateral (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 patent, patent application, trademark or trademark application.

Very truly yours,

AERCO INTERNATIONAL, INC.


Name: Gary Schlegel
Title: Vice President and Treasurer

Acknowledged and Accepted:

KEYBANK NATIONAL ASSOCIATION,
as Agent

By: _____
Name: James A. Taylor
Title: Vice President

CLEVELAND/1312964

TRADEMARK
REEL: 004990 FRAME: 0603

Very truly yours,

AERCO INTERNATIONAL, INC.

Name:

Title:

Acknowledged and Accepted:

KEYBANK NATIONAL ASSOCIATION,
as Agent

By: _____

Name: James A. Taylor

Title: Vice President

Schedule B
Trademarks

<u>Trademark</u>	<u>Status</u>	<u>Appln No.</u>	<u>Reg. No.</u>	<u>Country</u>
AERCO	Registered	322096	322096	China (People's Republic)
AERCO	Registered	97-35236	429619	Korea
AERCO INNOVATION	Registered	85/163,389	4147382	US
A-PLUS	Registered	1207432	1207432	China (People's Republic)
BENCHMARK	Registered	98-24300	458939	Korea
BENCHMARK	Registered	74/633,891	2155123	US
B-PLUS	Registered	1207433	1207433	China (People's Republic)
C-MORE	Registered	78/805,605	3561141	US
E-PLUS	Registered	1207434	1207434	China (People's Republic)
HEAT SMART	Registered	74/530,012	1904243	US
HEAT YOU CAN BANK ON	Registered	74/528,415	1925313	US
LOADALERT	Registered	321246	321246	China (People's Republic)
LOADALERT	Registered	73/123,160	1092237	US
OnAER	Pending	85/741,439		US
SMARTPLATE	Registered	77/547,821	3678048	US
WaterWizard and Design	Registered	1209656	1209656	China (People's Republic)
WaterWizard and Design	Registered	97-39569	429656	Korea
WaterWizard and Design	Registered	75/314,558	2185730	US