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
GLOBAL SAFETY LABS, INC.		01/30/2013	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	MICHAEL L. THIELE
Street Address:	11607 VERSAILLES LAKE LANE
City:	HOUSTON
State/Country:	TEXAS
Postal Code:	77082
Entity Type:	INDIVIDUAL: UNITED STATES

Name:	ELAINE THIELE
Street Address:	11607 VERSAILLES LAKE LANE
City:	HOUSTON
State/Country:	TEXAS
Postal Code:	77082
Entity Type:	INDIVIDUAL: UNITED STATES

Name:	THE W. KENT DUNBAR 1994 TRUST DATED NOVEMBER 2, 1994
Street Address:	4018 SOUTH YORKTOWN PLACE
City:	TULSA
State/Country:	OKLAHOMA
Postal Code:	74105
Entity Type:	TRUST: UNITED STATES
Composed Of:	• W. KENT DUNBAR, UNITED STATES, INDIVIDUAL

Name:	THE LARRY J. BUMP TRUST DATED 4/24/91
Street Address:	3442 SOUTH ATLANTA
City:	TULSA
State/Country:	OKLAHOMA

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Postal Code:	74105
Entity Type:	TRUST: UNITED STATES
Composed Of:	• LARRY J. BUMP, UNITED STATES, INDIVIDUAL

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	3947535	FIREBANE
Serial Number:	85901779	FIREBANE
Registration Number:	3827424	SPENTEX
Registration Number:	3705280	SPENTEX
Registration Number:	4316953	SPENTEX
Registration Number:	3711702	ARCTIC FIRE-FREEZE

CORRESPONDENCE DATA

Fax Number: 4055532855

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

Phone: 405-553-2810
Email: jdeligans@hallestill.com
Correspondent Name: Julianna P. Deligans
Address Line 1: 100 North Broadway
Address Line 2: Suite 2900
Address Line 4: Oklahoma City, OKLAHOMA 73102

ATTORNEY DOCKET NUMBER:	411677.00700
NAME OF SUBMITTER:	Julianna P. Deligans
Signature:	/juliannapdeligans/
Date:	05/03/2013

Total Attachments: 5
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THIRD AMENDMENT TO SECURITY AGREEMENT

THIS THIRD AMENDMENT TO SECURITY AGREEMENT ("Amendment") dated as of January 30, 2013, is by and among GLOBAL SAFETY LABS, INC., a Delaware corporation ("Debtor"), MICHAEL L. THIELE and ELAINE THIELE, THE W. KENT DUNBAR 1994 TRUST DATED NOVEMBER 2, 1994 and THE LARRY J. BUMP TRUST DATED 4/24/91 (collectively, the "Secured Parties").

RECITALS:

A. Debtor and Secured Parties are parties to that certain Security Agreement dated as of December 14, 2010, as amended by First Amendment to Security Agreement dated as of June 30, 2011 and Second Amendment to Security Agreement dated December 20, 2011 (as amended, the "Security Agreement").

B. Debtor and Secured Parties desire to further amend the Security Agreement as provided herein.

NOW, THEREFORE, for and in consideration of the mutual promises and covenants contained herein, the parties hereto, intending to be legally bound, agree as follows:

1. Recitals. The recitals set forth hereinabove are hereby incorporated herein by this reference with the same force and effect as if fully hereinafter set forth.

2. Amendments.

(a) The Security Agreement is hereby amended by redefining the term "Notes" contained in Recital A as follows:

> "The term "Notes" as used herein shall mean: (a) that certain Third Amended and Restated Master Promissory Note dated January 30, 2013 in the principal amount of up to SEVEN MILLION FIVE HUNDRED THOUSAND AND NO/100 DOLLARS ($7,500,00.00) made by Debtor and payable to the order of the Larry J. Bump Trust dated 4/24/91, (b) that certain Third Amended and Restated Master Promissory Note dated January 30, 2013 in the principal amount of up to SEVEN MILLION FIVE HUNDRED THOUSAND AND NO/100 DOLLARS ($7,500,000.00) made by Debtor and payable to the order of Michael L. Thiele and Elaine Thiele, and (c) that certain Master Promissory Note dated December 3, 2010 in the principal amount of up to THREE MILLION AND NO/100 DOLLARS ($3,000,000.00) made by Debtor and payable to the order of the Kent W. Dunbar 1994 Trust dated November 2, 1994."

(b) The Security Agreement is hereby amended by deleting in its entirety the Exhibit A attached thereto and replacing it with the Exhibit A attached to this Amendment.

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3. Effect of Amendment. Except as specifically amended hereby, the Security Agreement shall continue in full force and effect.

[SIGNATURES ON FOLLOWING PAGE]

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IN WITNESS WHEREOF, the parties hereto have executed this Amendment as of the date first written above.

DEBTOR:

GLOBAL SAFETY LABS, INC., a Delaware corporation

By: _____
Marty J. Rowland
President and Chief Executive Officer

SECURED PARTIES:

_____
Michael L. Thiele

_____
Elaine Thiele

THE W. KENT DUNBAR 1994 TRUST DATED NOVEMBER 2, 1994

By: _____
W. Kent Dunbar
Trustee

THE LARRY J. BUMP TRUST DATED 4/24/91

By: _____
Larry J. Bump
Trustee

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EXHIBIT A

Intellectual Property Collateral

PATENTS

(1) U.S. Patent No. 6,378,617, entitled "APPARATUS AND METHOD FOR OFF-ROAD VEHICLE FIRE PROTECTION AND FIRE SUPPRESSION", issued on April 30, 2002.

(2) U.S. Patent No. 6,612,373, entitled "APPARATUS AND METHOD FOR OFF-ROAD VEHICLE FIRE PROTECTION AND FIRE SUPPRESSION", issued on September 2, 2003.

(3) U.S. Patent No. 8,257,607 entitled "FLOUROCARBON-FREE ENVIRONMENTALLY FRIENDLY, NATURAL PRODUCT-BASED, AND SAFE FIRE EXTINGUISHING AGENT", issued on September 4, 2012.

(4) U.S. Patent Application No. 12/868,809, entitled "FIRE RETARDANT MATERIAL AND METHOD OF MAKING THE SAME", filed on August 26, 2010, which claims the benefit of U.S. Provisional Application No. 61/237,085, filed on August 26, 2009.

(5) U.S. Patent Application No. 12/855,029, entitled "A FIRE BLANKET AND METHOD OF MAKING THE SAME", filed on August 12, 2010, which claims the benefit of U.S. Provisional Application No. 61/223,252, filed on August 12, 2009.

(6) U.S. Patent Application No. 12/868,427, entitled "AN ON BOARD SYSTEM FOR EXTINGUISHING VEHICLE FIRES", filed on August 25, 2010, which claims the benefit of U.S. Provisional Application No. 61/237,252, filed on August 26, 2009.

(7) U.S. Patent Application No. 13/424,074, entitled "FIRE PROTECTION PRE-COATING AGENT", filed on March 19, 2012, which claims the benefit of U.S. Provisional Application No. 61/454,343, filed on March 18, 2011.

(8) U.S. Patent Application No. 13/602,230, entitled "ENVIRONMENTALLY FRIENDLY, NATURAL PRODUCT-BASED, AND SAFE FIRE EXTINGUISHING AGENT", filed on September 3, 2012, continuation of Patent Application No. 13/015,266 (Patent No. 8,257,607) which claims the benefit of U.S. Non-Provisional Application 12,417,385, filed on April 2, 2009, which claims the benefit of U.S. Non-Provisional Application 12/148,225, filed on April 17, 2008, which claims the benefit of U.S. Provisional Application 60/923,821 filed on April 17, 2007.

(9) U.S. Patent Application No. 61/680,699, entitled "MISTING, FLOODING, AND PRE-COATING SYSTEMS FOR FIRE SUPPRESSION", filed on August 7, 2012.

(10) U.S. Patent Application No. 61/792,789, entitled "FIRE SUPPRESSION DISPENSING AND DIRECTING MEANS", filed on March 15, 2013.

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(11) U.S. Patent Application No. 61/793,147, entitled "FIRE RETARDANT MATERIAL AND METHOD OF MAKING THE SAME", filed on March 15, 2013.

TRADEMARKS

COUNTRY	TRADEMARK	APPLICATION / REGISTRATION NO. (if applicable)
United States	FIREBANE (words only)	Registration No. 3,947,535
United States	FIREBANE (words only)	Application No. 85/901,779
United States	SPENTEX (words only)	Registration No. 3,827,424
United States	SPENTEX (words only)	Registration No. 3,705,280
United States	SPENTEX (words only)	Registration No. 4,316,953
United States	ARCTIC FIRE-FREEZE (words only)	Registration No. 3,711,702
Australia	FIREBANE (words only)	Application No. 1544338
Australia	SPENTEX (words only)	Application No. 1482577
Australia	SPENTEX (words only)	Application No. 1507855
European Union	SPENTEX (words only)	Community Trade Mark Registration No. 011028198
European Union	FIREBANE (words only)	Community Trade Mark Registration No. 011733599