

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Air Compliance Testing, Inc.		07/05/2013	CORPORATION: OHIO
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Administrative Agent		
Street Address:	600 Peachtree Street, 13th Floor		
Internal Address:	Mail Code: GA1-006-13-15		
City:	Atlanta		
State/Country:	GEORGIA		
Postal Code:	30308		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	4018492	AIR COMPLIANCE TESTING	
CORRESPONDENCE DATA			
Fax Number:	9192868199		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	919 286-8000		
Email:	PTO_TMconfirmation@mvalaw.com		
Correspondent Name:	Moore & Van Allen PLLC		
Address Line 1:	430 Davis Drive		
Address Line 2:	Suite 500		
Address Line 4:	Morrisville, NORTH CAROLINA 27560		
ATTORNEY DOCKET NUMBER:	327000-011746 JES		
NAME OF SUBMITTER:	John E. Slaughter		
Signature:	/John E. Slaughter/		

OP \$40.00 4018492

Date:

12/16/2013

Total Attachments: 4

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

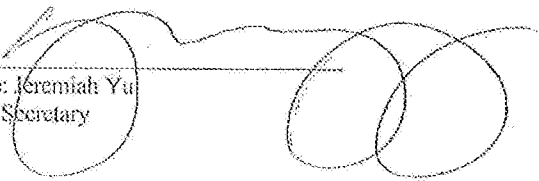
Please be advised that pursuant to the Security and Pledge Agreement dated as of July 5, 2013 (as the same may be amended, modified, restated or supplemented from time to time, the "Agreement") by and among the Obligors from time to time party thereto (each an "Obligor" and collectively, the "Obligors") and BANK OF AMERICA, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations.

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Secured Obligations, 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.

The terms of Sections 11.14 and 11.15 of the Credit Agreement, with respect to governing law, submission to jurisdiction, venue and waiver of jury trial are incorporated herein by reference, *mutatis mutandis*, and the parties hereto agree to such terms.

Very truly yours,

AIR COMPLIANCE TESTING, INC.

By: 
Name: Jeremiah Yu
Title: Secretary

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS
MONTROSE ENVIRONMENTAL CORPORATION

TRADEMARK
REEL: 005174 FRAME: 0532

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Administrative Agent

By: 

Name: John G. Taylor

Title: Senior Vice President

Schedule 1

Air Compliance Testing, Inc.
(Ohio Corporation)

U.S. Trademarks

Registered Marks

Mark	Reg. No.	Reg. Date
<i>AIR COMPLIANCE TESTING</i>	4018492	08/30/2011