

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		RELEASE OF SECURITY INTEREST IN TRADEMARKS	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CIT Capital USA Inc.		08/01/2012	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Nationwide Precision Products Corp.		
Street Address:	200 Tech Park Drive		
City:	Rochester		
State/Country:	NEW YORK		
Postal Code:	14623		
Entity Type:	CORPORATION: NEW YORK		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	77629368	NATIONWIDE PRECISION PRODUCTS	
Serial Number:	77629379	NPP	
CORRESPONDENCE DATA			
Fax Number:	2125935955		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	212-756-2132		
Email:	scott.kareff@srz.com		
Correspondent Name:	S. Kareff c/o Schulte Roth & Zabel LLP		
Address Line 1:	919 Third Avenue		
Address Line 2:	22nd Floor		
Address Line 4:	New York, NEW YORK 10022		
ATTORNEY DOCKET NUMBER:	057908-0006		
NAME OF SUBMITTER:	Scott Kareff (057908-0006)		
Signature:	/kc for sk/		

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Date:

02/27/2014

Total Attachments: 4

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RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE OF SECURITY INTERESTS IN TRADEMARKS (this "Release") is made as of August 1, 2012 ("Effective Date") in favor of Precision Holding LLC ("Holdings") and certain of its subsidiaries (collectively, the "Grantors") by CIT Capital USA Inc., as administrative agent (in such capacity, the "Administrative Agent") under that certain Third Amended and Restated Credit Agreement, dated as of December 22, 2011 (the "Credit Agreement") among Holdings, Precision Partners Holding Company (the "Borrower"), The Electromac Group Inc., the several banks and other financial institutions or entities from time to time parties thereto (the "Lenders"), the Administrative Agent and CIT Financial Ltd., as Canadian agent;

WHEREAS, certain Grantors and the Administrative Agent entered into that certain Intellectual Property Security Agreement dated August 25, 2006 (as amended, supplemented or otherwise modified from time to time, the "Intellectual Property Security Agreement");

WHEREAS, pursuant to the Intellectual Property Security Agreement, certain Grantor granted to the Administrative Agent a security interest in and to all of such Grantor's right, title and interest in and to all Trademarks (as defined therein), including, without limitation, each trademark registration and application set forth on Schedule A hereto (collectively, the "Trademark Collateral")

WHEREAS, the Intellectual Property Security Agreement was recorded with the United States Patent and Trademark Office (the "PTO") on July 2, 2010 at Patent Reel 004236, Frame 0180;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent hereby, without representation, warranty or recourse: (i) terminates, cancels and releases any and all security interests it has in or against the Trademark Collateral, and (ii) re-assigns any right, title and interest it may have in, to and under the Trademark Collateral to Grantors.

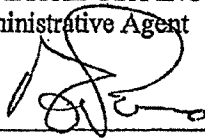
The Administrative Agent shall, at Grantors' sole cost and expense, and without representation, warranty or recourse, take all further actions, and provide to Grantors, its successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), reasonably requested by Grantors to more fully and effectively effectuate the purposes of this Release.

The Administrative Agent hereby authorizes the Grantors and their agents, attorneys and other designees to file this Release with the PTO.

This Release shall be governed by and construed in accordance with the laws of the State of New York.

IN WITNESS WHEREOF, the Administrative Agent has caused this Release to be executed by its duly authorized representative as of the Effective Date.

CIT CAPITAL USA INC.,
as Administrative Agent

By:  _____

Name: **Terry Parco**
Managing Director

Title: _____

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SCHEDULE A

Trademarks

Trademarks

Mark	Current Entity	Country	Application Number	Filing Date	Registration Number	Registration Date
The Mid-State Tombstone (word and design)	Mid State Machine Products	United States	73,287,579	11/28/19 80	1,268,864	03/06/1984
CENTRUCAST		Mexico			Mexico, 645879	03/22/2000
CENTRIFUSE		Canada			Canada, TMDA 54314	05/17/1932
CENTRIFUSE		United Kingdom			UK, 849030	05/14/1963
CENTRIFUSE		Germany			Germany, 806535	07/18/1965
CENTRIFUSE		Australia			Australia, A180206	
CENTRIFUSE		Italy			Italy, 455110	11/10/1986
CENTRIFUSE		Brazil			Brazil, 006295894	
CENTRIFUSE		Venezuela			Venezuela, P196045	
Helio Logo		United States			Common Law Trademark	N/A
Prime Precision Products	Precision Partners Holding Company	United States	78/772,960			12/14/2005
Prime Precision	Precision Partners Holding Company	United States	78/772,954			12/14/2005
NATIONWIDE PRECISION PRODUCTS (block letters)	Nationwide Precision Products Corp.	United States	77629368	12/09/08		
NPP (block letters)	Nationwide Precision Products Corp.	United States	77629379	12/09/08		
AP Precision Aeropower & Design	Precision Partners Holding Company	European Union	006569008	01/10/08		
AP Precision Aeropower & Design	Precision Partners Holding Company	United Kingdom	2476629	01/10/08		
AP Precision Aeropower & Design	Precision Partners Holding Company	China		12/27/07		
HELIO	Helio Precision Products, Inc.		Common Law Trademark	N/A	Not Registered	

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Mark	Current Identity	Country	Application Number	Filing Date	Registration Number	Registration Date
HELIO PRECISION PRODUCTS	Helio Precision Products, Inc.		Common Law Trademark	N/A	Not Registered	
GAI	General Automation, Inc.		Common Law Trademark	N/A	Not Registered	
GENERAL AUTOMATION	General Automation, Inc.		Common Law Trademark	N/A	Not Registered	
FRISBY	Frisby Acquisition, LLC		Common Law Trademark	N/A	Not Registered	
FRISBY PRECISION MACHINED PRODUCTS	Frisby Acquisition, LLC		Common Law Trademark	N/A	Not Registered	

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