

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM297966

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Acknowledgement of security interest in trademarks

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
AQUATECH INTERNATIONAL CORPORATION		03/07/2014	CORPORATION: PENNSYLVANIA
QUA GROUP, LLC		03/07/2014	LIMITED LIABILITY COMPANY: PENNSYLVANIA
AQUATECH INTERNATIONAL SALES CORPORATION		03/07/2014	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	PNC BANK, NATIONAL ASSOCIATION
<b>Street Address:</b>	249 Fifth Avenue
<b>City:</b>	Pittsburgh
<b>State/Country:</b>	PENNSYLVANIA
<b>Postal Code:</b>	15222
<b>Entity Type:</b>	Bank: UNITED STATES

**PROPERTY NUMBERS Total: 25**

Property Type	Number	Word Mark
<b>Registration Number:</b>	3865317	QUA
<b>Registration Number:</b>	3865315	FEDI
<b>Registration Number:</b>	3951435	FEDI
<b>Registration Number:</b>	3485910	AQUA-SERVE
<b>Registration Number:</b>	3542762	[ARIES AN ENGINEERING ENTERPRISE]
<b>Registration Number:</b>	4227551	MOMIX
<b>Registration Number:</b>	4170900	MOPRESS
<b>Registration Number:</b>	4008958	MOTREAT
<b>Registration Number:</b>	3817527	MOVAP
<b>Registration Number:</b>	4484945	SMARTMOD
<b>Registration Number:</b>	3367204	WATERTRAK
<b>Serial Number:</b>	86097895	CERAQ
<b>Serial Number:</b>	86184130	BIOCORE
<b>Serial Number:</b>	86159586	ENVIQ
<b>Serial Number:</b>	86159559	BIOQ

**TRADEMARK**

Property Type	Number	Word Mark
Serial Number:	85813743	AQUAMBBR
Serial Number:	85869341	CHEMSOL
Serial Number:	85846523	AQUAR2RO
Serial Number:	85811943	MEMGARD
Serial Number:	85786702	HEVAP
Serial Number:	85843132	MODULAR TO THE MAX
Serial Number:	85869400	AQUAWIZ
Serial Number:	85893664	LOWATT
Serial Number:	85317983	MOSUITE
Registration Number:	3925174	Q-SEP

**CORRESPONDENCE DATA**

**Fax Number:** 4125621041

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

**Phone:** 412 562 1893

**Email:** susan.hilburg@bipc.com

**Correspondent Name:** Bryan H. Opalko

**Address Line 1:** 301 Grant Street, 20th Floor

**Address Line 4:** Pittsburgh, PENNSYLVANIA 15219

**ATTORNEY DOCKET NUMBER:** 0011046-302488

**NAME OF SUBMITTER:** Bryan H. Opalko

**SIGNATURE:** /Bryan H. Opalko/

**DATE SIGNED:** 03/12/2014

**Total Attachments: 5**

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**ACKNOWLEDGMENT OF SECURITY INTEREST IN TRADEMARKS**

March 7, 2014

WHEREAS, AQUATECH INTERNATIONAL CORPORATION, a Pennsylvania corporation, QUA GROUP, LLC, a Pennsylvania limited liability company, and AQUATECH INTERNATIONAL SALES CORPORATION, a Delaware corporation (each, a "**Grantor**" and collectively, the "**Grantors**"), each has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the annexed Schedule 1, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "**Trademarks**");

WHEREAS, the Grantors have entered into an Amended and Restated Security Agreement, dated as of June 30, 2006, as affirmed by that certain Acknowledgement regarding Security Documents, dated as of October 28, 2011 and by that certain Acknowledgement and Joinder regarding Security Documents, dated as of February 28, 2014, by and between the Grantors and PNC Bank, National Association, as administrative agent for certain financial institutions (in such capacity, the "**Agent**") (as further amended, restated, amended and restated, supplemented or otherwise modified from time to time in accordance with its terms, the "**Security Agreement**");

WHEREAS, pursuant to the Security Agreement, the Grantors have granted to the Agent a continuing security interest in all right, title and interest of the Grantor in, to and under the Trademarks, together with, among other things, the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "**Collateral**"), to secure the payment, performance and observance of the Secured Obligations (as defined in the Security Agreement);

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantors do hereby grant to the Agent for the benefit of certain lenders a continuing security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

The Grantors do hereby further acknowledge and affirm that the rights and remedies of the Agent with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

*[Remainder of Page Intentionally Left Blank; Signature Page Follows]*

[SIGNATURE PAGE TO ACKNOWLEDGMENT OF SECURITY INTEREST IN TRADEMARKS]

IN WITNESS WHEREOF, the Grantor has caused this Acknowledgment to be duly executed by its officer thereunto duly authorized as of the date first written above.

**GRANTORS:**

**AQUATECH INTERNATIONAL  
CORPORATION**

By: M. Rama Subba Rao  
Name: M. Rama Subba Rao  
Title: Secretary

**QUA Group, LLC**

By: M. Rama Subba Rao  
Name: ~~M. Rama Subba Rao~~ M. Rama Subba Rao  
Title: ~~President~~ Secretary

**AQUATECH INTERNATIONAL SALES  
CORPORATION**

By: M. Rama Subba Rao  
Name: M. Rama Subba Rao  
Title: Secretary

**ACKNOWLEDGED AND AGREED:**

**PNC BANK, NATIONAL ASSOCIATION,**  
as Agent

By: \_\_\_\_\_  
Name: Allison Fromm  
Title: Vice President

[SIGNATURE PAGE TO ACKNOWLEDGMENT OF SECURITY INTEREST IN TRADEMARKS]

IN WITNESS WHEREOF, the Grantor has caused this Acknowledgment to be duly executed by its officer thereunto duly authorized as of the date first written above.

**GRANTORS:**

**AQUATECH INTERNATIONAL  
CORPORATION**

By: \_\_\_\_\_  
Name: M. Rama Subba Rao  
Title: Secretary

**QUA Group, LLC**

By: \_\_\_\_\_  
Name: Manoj Sharma  
Title: President

**AQUATECH INTERNATIONAL SALES  
CORPORATION**

By: \_\_\_\_\_  
Name: M. Rama Subba Rao  
Title: Secretary

**ACKNOWLEDGED AND AGREED:**

**PNC BANK, NATIONAL ASSOCIATION,**  
as Agent

By:  \_\_\_\_\_  
Name: Allison Fromm  
Title: Vice President

**SCHEDULE 1 TO**  
**ACKNOWLEDGMENT OF SECURITY INTEREST IN TRADEMARKS**

**REGISTERED AND UNREGISTERED TRADEMARKS**

**A. Acquatech International Corporation**

1. QUA – Reg. No. 3,865,317 (Registered 10/19/10) (US)
2. QUA – Reg. No. 1021879 (Registered 11/6/09) (Benelux)
3. QUA – Reg. No. 1021879 (Registered 11/6/09) (China)
4. QUA – Reg. No. 1021879 (WIPO)
5. FEDI – Reg. No. 3,865,315 (Registered 10/19/10) (US)
6. FEDI – Reg. No. 1021729 (Benelux)
7. FEDI – Reg. No. 1032611 (Registered 11/6/09) (Benelux)
8. FEDI – Reg. No. 1021729 (China)
9. FEDI – Reg. No. 1032611 (China)
10. FEDI – Reg. No. 3,951,435 (Registered 4/26/11) (US)
11. FEDI – Reg. No. 1021729 (WIPO)
12. FEDI – Reg. No. 1032611 (WIPO)
13. Aqua Serve – Reg. No. 3,485,910 (Registered 8/12/08)
14. Aries Engineering Enterprise – Reg. No. 3,542,762 (Registered 12/9/08)
15. MoMix – Reg. No. 4,227,551 (Registered 10/16/12)
16. MoPress – Reg. No. 4,170,900 (Registered 7/10/12)
17. MoTreat – Reg. No. 4,008,958 (Registered 8/9/11)
18. MoVap – Reg. No. 3,817,527 (Registered 7/13/10)
19. SmartMod – Reg. No. 4,484,945 (Registered 2/18/14)
20. Watertrak – Reg. No. 3,367,204 (Registered 1/8/08)
21. CERAQ – Serial No. 86097895

22. BIOCORE – Serial No. 86184130
23. ENVIQ – Serial No.86159586
24. BIOQ – Serial No. 86159559
25. AQUAMBBR – Serial No. 85813743
26. CHEMSOL – Serial No. 85869341
27. AQUAR2RO – Serial No. 85846523
28. MEMGARD – Serial No. 85811943
29. HEVAP – Serial No. 85786702
30. MODULAR TO THE MAX – Serial No. 85843132
31. AQUAWIZ – Serial No. 85869400
32. LOWATT – Serial No. 85893664
33. MOSUITE – Serial No 85317983

**B. Qua Group, LLC**

1. Q-Sep – Reg. No. 3,925,174 (Registered 3/1/11)