

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM304576

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
SDI, Inc.		04/25/2014	CORPORATION: PENNSYLVANIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Deutsche Bank Trust Company Americas, as collateral agent		
<b>Street Address:</b>	60 Wall Street, 16th Floor		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10005		
<b>Entity Type:</b>	Banking corporation: NEW YORK		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	1963357	IN-PLANT STORE	
<b>Registration Number:</b>	2427906	IN-SITE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3122585600		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	312-258-5724		
<b>Email:</b>	cbollinger@schiffhardin.com		
<b>Correspondent Name:</b>	Chris L. Bollinger		
<b>Address Line 1:</b>	P.O. Box 06079		
<b>Address Line 2:</b>	Schiff Hardin LLP		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60606-0079		
<b>ATTORNEY DOCKET NUMBER:</b>	04926-0841		
<b>NAME OF SUBMITTER:</b>	Chris L. Bollinger		
<b>SIGNATURE:</b>	/Chris L. Bollinger/		
<b>DATE SIGNED:</b>	05/15/2014		
<b>Total Attachments: 6</b>			
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## TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, the undersigned grantor ("Grantor"), owns the marks shown under Grantor's name in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Grantor is obligated to Holders (as defined below) pursuant to (i) a certain Note Agreement, dated the date hereof, among Purchasers (as defined in the Note Agreement) (collectively, "Purchasers"; and Purchasers together with any person that becomes a holder of any Subordinated Note (as defined in the Note Agreement), collectively, "Holders"), Grantor and the other parties named therein (the "Note Agreement"), (ii) the Subordinated Notes, (iii) a certain Security Agreement, dated the date hereof, among Grantor, Deutsche Bank Trust Company Americas as collateral agent for Holders (together with its successors and assigns in such capacity, "Collateral Agent") and the other parties named therein and (iv) a certain Trademark Collateral Security Agreement, dated the date hereof, made by Grantor in favor of Collateral Agent (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

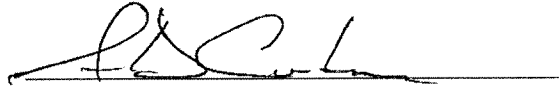
WHEREAS, pursuant to the Agreements, Grantor is granting to Collateral Agent for the ratable benefit of Holders a security interest in Grantor's Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Grantor does hereby grant to Collateral Agent for the ratable benefit of Holders a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which security interest shall secure all the Obligations as defined in the Note Agreement and in accordance with the terms and provisions thereof.

Grantor expressly acknowledges and affirms that the rights and remedies of Collateral Agent and Holders with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: New York, New York  
April 25, 2014

SDI, INC., as Grantor

A handwritten signature in black ink, appearing to read 'A. Cvitanov', is written over a horizontal line.

Name: Andrew D. Cvitanov  
Its: President and CEO

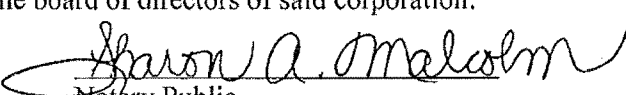
[Signature Page to Trademark Assignment of Security]

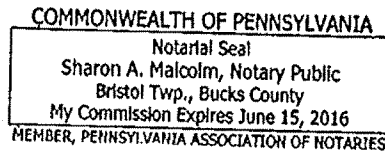
**TRADEMARK**  
**REEL: 005280 FRAME: 0581**

STATE OF *Pennsylvania*

: ss.:  
COUNTY OF *Bucks* )

On this 10<sup>th</sup> day of April, 2014, before me personally came Andrew D. Cvitanov, to me known, who, being by me duly sworn, did depose and say that he is the President and CEO of SDI, Inc., the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by order of the board of directors of said corporation.

  
Notary Public



[Notary Page to Trademark Assignment of Security]


**TRADEMARK**  
**REEL: 005280 FRAME: 0582**


Grantor expressly acknowledges and affirms that the rights and remedies of Collateral Agent and Holders with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: New York, New York  
\_\_\_\_\_, 2014

DEUTSCHE BANK TRUST COMPANY  
AMERICAS, solely in its capacity as  
Collateral Agent and not individually

By: Deutsche Bank National Trust  
Company

By:   
Name: RODNEY GAUGHAN  
Title: VICE PRESIDENT

By:   
Name: Wanda Carneiro  
Title: Vice President

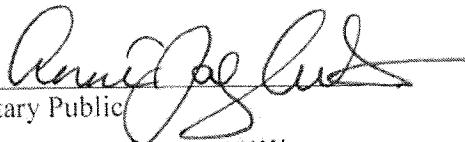
[Signature Page to Trademark Assignment of Security]

STATE OF NEW JERSEY)

: ss.:

COUNTY OF HUDSON)

On this 22<sup>nd</sup> day of April, 2014, before me personally came Rodney Gaughan to me known, who, being by me duly sworn, did depose and say that s/he is the Vice President of Deutsche Bank National Trust Company, the banking association, on behalf of Deutsche Bank Trust Company Americas, described in and which executed the foregoing instrument; and that s/he was authorized to sign her/his name thereto on behalf of said company.

  
Notary Public

ANNIE V. JAGHATSPANYAN  
NOTARY PUBLIC OF NEW JERSEY  
I.D. # 2421080  
My Commission Expires 5/21/2017

STATE OF NEW JERSEY)

: ss.:

COUNTY OF HUDSON)

On this 22<sup>nd</sup> day of April, 2014, before me personally came Wanda Camacho to me known, who, being by me duly sworn, did depose and say that s/he is the Vice President of Deutsche Bank National Trust Company, the banking association, on behalf of Deutsche Bank Trust Company Americas, described in and which executed the foregoing instrument; and that s/he was authorized to sign her/his name thereto on behalf of said company.

  
Notary Public

ANNIE V. JAGHATSPANYAN  
NOTARY PUBLIC OF NEW JERSEY  
I.D. # 2421080  
My Commission Expires 5/21/2017

[Notary Page to Trademark Assignment of Security]

TRADEMARK

REEL: 005280 FRAME: 0584

## SCHEDULE A

Schedule A to a Trademark Assignment of Security dated April 25, 2014, by and between SDI, Inc. and Deutsche Bank Trust Company Americas, as Collateral Agent.

REGISTRATION NO. OR APPLICATION NO.	REGISTRATION OR FILING DATE	MARK
1,963,357	19-Mar-1996	In-Plant Store
2,427,906	13-Feb-2001	In-Site

Schedule A