

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM306250

<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>
Miether Bearing Products, LLC		05/01/2014	LIMITED LIABILITY COMPANY: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	PNC Bank		
<b>Street Address:</b>	500 First Avenue		
<b>City:</b>	Pittsburgh		
<b>State/Country:</b>	PENNSYLVANIA		
<b>Postal Code:</b>	15219		
<b>Entity Type:</b>	National Banking Association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 9</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4005941	MIETHER BEARING PRODUCTS	
<b>Registration Number:</b>	4048347	MIETHER BEARING PRODUCTS	
<b>Registration Number:</b>	4006308	MIETHER MACHINE WORKS	
<b>Registration Number:</b>	4006309	MBP	
<b>Registration Number:</b>	4006310	MIETHER	
<b>Registration Number:</b>	4054152	MMW	
<b>Registration Number:</b>	4110008	OPTIMA	
<b>Registration Number:</b>	3962906	PROTECTOR	
<b>Registration Number:</b>	4057580	LOOK FOR THE FLAT TOP	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2158325619		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	215-569-5619		
<b>Email:</b>	pecsenye@blankrome.com		
<b>Correspondent Name:</b>	Timothy D. Pecsénye		
<b>Address Line 1:</b>	One Logan Square		
<b>Address Line 2:</b>	8th Floor		
<b>Address Line 4:</b>	Philadelphia, PENNSYLVANIA 19103-6998		

OP \$240.00 4005941

<b>ATTORNEY DOCKET NUMBER:</b>	074658-14011
<b>NAME OF SUBMITTER:</b>	Timothy D. Pecsénye
<b>SIGNATURE:</b>	/Timothy D. Pecsénye/
<b>DATE SIGNED:</b>	06/02/2014

**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 Revolving Credit and Security Agreement, dated as of May 1, 2014 (as the same may be amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement"), by and among Industrial Group Holdings, LLC, a Delaware limited liability company ("Holdings"), Industrial Group Intermediate Holdings, LLC, a Delaware limited liability company ("Company"), and prior to the Closing Date Acquisition (as defined therein), the "Borrower", Miller Chemical & Fertilizer, LLC, a Delaware limited liability company ("Miller"), Modern Equipment Company, LLC, a Delaware limited liability company ("Modern"), Haysite Reinforced Plastics, LLC, a Delaware limited liability company ("Haysite LLC"), Ehrhardt Tool & Machine, LLC, a Delaware limited liability company ("Ehrhardt"), Miether Bearing Products, LLC, a Delaware limited liability company ("Miether"), John Wood Company, LLC, a Delaware limited liability company ("JW" and following the Closing Date Acquisition, together with Company, Miller, Modern, Haysite LLC, Ehrhardt, Miether and each Person that is joined thereto as a borrower from time to time, each a "Borrower" and collectively, the "Borrowers"), the financial institutions which are now or which hereafter become a party thereto (collectively, the "Lenders" and each individually a "Lender") and PNC Bank, National Association, as agent for the Lenders (in such capacity, the "Agent"), the undersigned (the "Grantor") 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 Agent for the ratable benefit of the Lenders. Capitalized terms not herein defined shall have the meaning ascribed to such terms in the Credit Agreement.

The undersigned Grantor and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the trademarks and trademark applications set forth on Schedule 1 attached hereto (i) shall be terminated and released in accordance with and pursuant to the Credit Agreement and (ii) is not to be construed as or deemed to be an assignment of any trademark or trademark application. Upon the termination of the security interest in the trademarks and trademark applications set forth on Schedule 1 attached hereto, pursuant to the terms of the Credit Agreement, the Agent (at the direction of the Required Lenders) shall execute all documents, make all filings and take all other actions necessary to evidence and record the release of the security interests in the trademarks and trademark applications set forth on Schedule 1 attached hereto granted herein.

[Signature Page Follows]

Very truly yours,

**MIETHER BEARING PRODUCTS, LLC,**  
a Delaware limited liability company


By: 

\_\_\_\_\_  
Timothy J. White  
Authorized Signatory

[Signature Page to Notice of Grant of Security Interest in Trademarks (Miether)]

**TRADEMARK**  
**REEL: 005293 FRAME: 0419**

PNC BANK, NATIONAL ASSOCIATION,  
as Agent

By:   
Sara V. Traber  
Senior Vice President

[Signature Page to Notice of Grant of Security Interest in Trademarks (Miether)]

**TRADEMARK**  
**REEL: 005293 FRAME: 0420**

**SCHEDULE 1**

<b>Loan Party</b>	<b>Title</b>	<b>Country</b>	<b>Status</b>	<b>Registration Number</b>
Miether Bearing Products, LLC	MIETHER BEARING PRODUCTS	United States of America	Registered	4,005,941
Miether Bearing Products, LLC	MIETHER BEARING PRODUCTS	United States of America	Registered	4,048,347
Miether Bearing Products, LLC	MIETHER MACHINE WORKS	United States of America	Registered	4,006,308
Miether Bearing Products, LLC	MBP	United States of America	Registered	4,006,309
Miether Bearing Products, LLC	MIETHER	United States of America	Registered	4,006,310
	MMW	United States of America	Registered	4,054,152
	OPTIMA	United States of America	Registered	4,110,008
	PROTECTOR	United States of America	Registered	3,962,906
	LOOK FOR THE FLAT TOP!	United States of America	Registered	4,057,580