

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM311415

<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>
Babcock & Wilcox Power Generation Group, Inc.		06/24/2014	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Bank of America, N.A., as Administrative Agent		
<b>Street Address:</b>	555 California Street, 4th Floor		
<b>Internal Address:</b>	Mail Code: CA5-705-04-09		
<b>City:</b>	San Francisco		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	94104		
<b>Entity Type:</b>	a national banking association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 6</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	85674331	ABSORPTION PLUS (HG)	
<b>Serial Number:</b>	85836421	ENVANTAGE	
<b>Serial Number:</b>	85949070	MITAGENT	
<b>Serial Number:</b>	85949101	MITAGENT	
<b>Serial Number:</b>	85949079	MITAGENT 15	
<b>Serial Number:</b>	85757845	NETDAHS EDGE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	7043738822		
<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>	(704) 373-4640		
<b>Email:</b>	bsmith@mcguirewoods.com		
<b>Correspondent Name:</b>	Betty G. Smith, Senior Paralegal		
<b>Address Line 1:</b>	McGuireWoods LLP, 201 N. Tryon Street		
<b>Address Line 2:</b>	Suite 3000		
<b>Address Line 4:</b>	Charlotte, NORTH CAROLINA 28202		
<b>ATTORNEY DOCKET NUMBER:</b>	4452178-0557		
<b>NAME OF SUBMITTER:</b>	Betty G. Smith		

OP \$165.00 85674331

<b>SIGNATURE:</b>	/Betty G. Smith/
<b>DATE SIGNED:</b>	07/22/2014
<b>Total Attachments: 3</b> source=Trademark Notice-Babcock & Wilcox Power Generation Group, Inc#page1.tif source=Trademark Notice-Babcock & Wilcox Power Generation Group, Inc#page2.tif source=Trademark Notice-Babcock & Wilcox Power Generation Group, Inc#page3.tif	

**NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS**

Dated: as of June 24 , 2014

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Second Amended and Restated Pledge and Security dated as of June 24, 2014 (as amended, restated, supplemented or otherwise modified from time to time, the "Agreement") among the Grantor (as defined below), the other grantors party thereto and the Administrative Agent for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications on Schedule 1 to the Administrative Agent for the ratable benefit of the Secured Parties.


The Grantors and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in such trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

GRANTOR:

BABCOCK & WILCOX POWER  
GENERATION GROUP, INC.

Babcock & Wilcox Power Generation Group,  
Inc.  
20 S. Van Buren Ave.  
Barberton, OH 44203-0351

By:   
Name: Jeremy L. Aiken  
Title: Vice President & Treasurer

Jurisdiction of Organization: Delaware

Acknowledged and accepted:

ADMINISTRATIVE AGENT:

BANK OF AMERICA, N.A.

Bank of America, N.A.  
Agency Management  
555 California Street, 4<sup>th</sup> Floor  
Mail Code: CA5-705-04-09  
San Francisco, CA 94104

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

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Agency Management  
555 California Street, 4<sup>th</sup> Floor  
Mail Code: CA5-705-04-09  
San Francisco, CA 94104

BABCOCK & WILCOX POWER  
GENERATION GROUP, INC.

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Acknowledged and accepted:

BANK OF AMERICA, N.A.

By:  \_\_\_\_\_  
Name: **Bridgett J. Manduk**  
Title: **Vice President**

SCHEDULE 1

TRADEMARKS

<b>NAME</b>	<b>APP NO</b>	<b>FILE DATE</b>	<b>REG NO</b>	<b>OWNER</b>
Absorption Plus (Hg)	85/674331	11-Jul-2012		Babcock & Wilcox Power Generation Group, Inc.
ENVANTAGE	85/836421	30-Jan-2013		Babcock & Wilcox Power Generation Group, Inc.
MITAGENT	85/949070	03-Jun-2013		Babcock & Wilcox Power Generation Group, Inc.
MITAGENT	85/949101	03-Jun-2013		Babcock & Wilcox Power Generation Group, Inc.
MITAGENT 15	85/949079	03-Jun-2013		Babcock & Wilcox Power Generation Group, Inc.
NETDAHS Edge	85/757845	18-Oct-2012		Babcock & Wilcox Power Generation Group, Inc.