TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM312322

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
The Schawbel Corporation		07/02/2014	CORPORATION: MASSACHUSETTS

RECEIVING PARTY DATA

Name:	TCF National Bank
Street Address:	71 S. Wacker Drive, Suite 2110
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60606
Entity Type:	National Banking Association: UNITED STATES

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	1400861	THERMACELL
Registration Number:	2622561	THERMACELL
Registration Number:	2437866	THERMACELL
Registration Number:	3886845	THERMACELL SKEETER RELIEVER
Registration Number:	4178436	THERMACELL
Registration Number:	2369321	
Registration Number:	2981594	THERMASCENT

CH $190.00 1400861

CORRESPONDENCE DATA

Fax Number: 3122585600

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.

Phone: 312-258-5724
Email: cbollinger@schiffhardin.com
Correspondent Name: Chris L. Bollinger
Address Line 1: P.O. Box 06079
Address Line 2: Schiff Hardin LLp
Address Line 4: Chicago, ILLINOIS 60606-0079

ATTORNEY DOCKET NUMBER:	41357-0025
NAME OF SUBMITTER:	Chris L. Bollinger

SIGNATURE:	/Chris L. Bollinger/
DATE SIGNED:	07/30/2014

Total Attachments: 10

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EXECUTION COPY

TRADEMARK SECURITY AGREEMENT

THIS TRADEMARK SECURITY AGREEMENT (this "Agreement"), dated as of July 2, 2014, is made by The Schawbel Corporation, a Massachusetts corporation (the "Company"), in favor of TCF National Bank (the "Lender").

RECITALS

WHEREAS, the Company, TM Repellent Holdings, Inc., a Delaware corporation ("Holdings"), TMR Merger Sub Co., a Delaware corporation ("Merger Sub"; the Company, Holdings and Merger Sub are referred to herein, collectively, as the "Obligors" and, individually, as an "Obligor"), and the Lender are parties to a Credit Agreement dated as of July 2, 2014 (as amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement"), pursuant to which the Lender has agreed to make certain loans to the Company and Merger Sub;

WHEREAS, the Obligors and the Lender are parties to a Security Agreement dated as of July 2, 2014 (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement"); and

WHEREAS, pursuant to the terms of the Credit Agreement and the Security Agreement, the Company has granted to the Lender a security interest in substantially all the assets of the Company, including, with the exception of the Excluded Property, all right, title and interest of the Company in, to and under all now existing and hereafter arising service marks, trademarks, trademark or service mark registrations, trademark or service mark applications and trade names, all renewals thereof, all income, royalties, damages and payments now and hereafter due and/or payable with respect thereto arising in favor of the Company, and the goodwill of the Company's business connected with and symbolized thereby, to secure the payment and performance in full of all amounts owing by the Company under the Credit Agreement and the other Financing Agreements (as defined in the Credit Agreement);

NOW, THEREFORE, in consideration of the mutual agreements set forth herein and in the Credit Agreement, the Company hereby grants to the Lender a security interest in all of the Company's right, title and interest in and to the following, whether now existing and hereafter arising:

(1) each trademark and trademark application, including, without limitation, each trademark and trademark application referred to in Schedule 1 annexed hereto, and all renewals thereof, together with the goodwill of the Company's business connected with and symbolized thereby;

(2) all license agreements with any other Person or Persons with respect to any service marks, trademarks, trademark or service mark registrations, trademark or service mark applications and trade names, whether the Company is a licensor or licensee under any such license agreements, and, subject to the terms of such licenses, the right to prepare for sale, sell and advertise for sale, all inventory now

or hereafter owned by the Company and now or hereafter covered by such licenses; and

(3) all products and proceeds of the foregoing, including, without limitation, all income, royalties, damages and payments now and hereafter due and/or payable with respect thereto arising in favor of the Company (items 1 through 3 being herein collectively referred to as the "Trademark Collateral");

provided, however, that there shall be excluded from the foregoing grant of security interest all Excluded Property (as such term is defined in the Security Agreement).

This security interest is granted in conjunction with the security interests granted to the Lender pursuant to the Credit Agreement and the Security Agreement and is subject to limitations set forth therein. In the event of any conflict between any provision of this Agreement and any provision of the Credit Agreement or the Security Agreement, the Credit Agreement or the Security Agreement, respectively, will govern. Each of the Company and the Lender hereby acknowledges and affirms that the rights and remedies of the Lender with respect to the security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Credit Agreement, the Credit Agreement and the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

[signature page follows]

TRADEMARK
REEL: 005332 FRAME: 0629

IN WITNESS WHEREOF, the Company has caused this Trademark Security Agreement to be duly executed by its duly authorized officer thereunto as of the date first set forth above.

THE SCHAWBEL CORPORATION

By: Scott E Smith
Name: Scott Smith
Title: Vice President

Acknowledged and agreed to:

TCF NATIONAL BANK

By:_____
Name:_____
Title:_____

IN WITNESS WHEREOF, the Company has caused this Trademark Security Agreement to be duly executed by its duly authorized officer thereunto as of the date first set forth above.

THE SCHAWBEL CORPORATION

By:_____
Name:_____
Title:_____

Acknowledged and agreed to:

TCF NATIONAL BANK

By: Thomas G. Karle
Name: Thomas G. Karle
Title: Senior Vice President

SCHEDULE 1
to
TRADEMARK SECURITY AGREEMENT

Trademarks

Trademark	Reg. App No. U.S. Serial *U.*	LB Fife No. & Deadlines	COUNTRY	STATUS	GOODS
THERMACELL	Reg. #1,400,861 Reg. Date 7/15/86	547.006 **Renewal DL: 07/1512016**	U.S.	Registered	(Class 4) Cartridge containing liquid fuel for use with nonelectric appliances, namely cordless curling irons and brushes.
THERMACELL	Reg. #2,622,561 Reg. Date 9/24/02	**547.106** Renewal **DL: 09/24/2022**	**U.S.**	Registered	(Class 11) Devices having a heating element powered by cartridges containing liquid fuel which dispense insect repellant.
THERMACELL	Reg. #867,143 Reg. Date 1/8/02	547.106.100 **Renewal DL: 08/01/2018**	European Community	Registered	(Class 5) Pharmaceutical, veterinary and sanitary preparations; dietetic substances adapted for medical use, food for babies, plasters, material for dressings, material for stopping teeth, dental wax; disinfectants; preparations for destroying vermin; fungicides, herbicides, including, insect repellent, insecticides. (Class 8) Hand tools and implements (hand operated); cutlery, side arms; razors, including insecticide atomizers, insecticide sprayers, insecticide vaporizers and cartridges containing liquid fuel for use with nonelectrical appliances, namely, cordless curling irons and brushes and insect repelling appliance and non-electrical insect repelling appliances, curling tongs, non-electric hand implements for hair curling, hair curlers, hair brushes. (Class 26) Lace and embroidery, ribbons and braid; buttons, hooks and eyes, pins and needles; artificial flowers, including non-electric hair curlers, butane operated curling irons, curling brushes, curling irons, hair ornaments, hair pins, hair nets, hair grips, hair curling pins.
THERMACELL	Reg. #4471651 Reg. Date 5/11/01	547.106.038 **Renewal DL: 05/11/2021**	Japan	Registered	(Class 5) Cartridge containing liquid fuel for use with nonelectric appliances, namely cordless curling irons and brushes. (Class 9) Electric flat irons, electric hair-curlers, electric buzzers. (Class 11) Household electro-thermic appliances, nonelectric cooking heaters (for household purposes, kitchen worktops, kitchen sinks, heating or cooling

					packs filled with chemical substances ready to reach when required.
THERMACELL	Reg. #466248 Reg. Date 3/7100	547.106.040 Renewal DL: 3/712020	Korea	Registered	(Class 7) Insect repelling devices (Class 11) Hair dryers
THERMACELL	Reg. #2,437,866 Reg. Date 3/27101	547.108 Renewal DL: 03/27/2021	U.S.	Registered	(Class 4) Cartridge containing liquid fuel for use with hair curling irons, hair curling brushes, soldering irons and the like. (Class 9) Hair curling brushes and curling irons powered by cartridges containing liquid fuel.
THERMACELL	Reg. #547,247 Reg. Date 3/30/91	547.204 Renewal DL: 03/29/2021	China	Registered	(Class 4) Cartridge containing liquid fuel for use with nonelectric appliances, namely cordless curling irons and brushes.
THERMACELL	Reg. #72907 Reg. Date 5/24/91	547.205 Renewal DL: 10/0812018	Egypt	Registered	(Class 4) Cartridge containing liquid fuel for use with nonelectric appliances, namely cordless curling irons and brushes.
THERMACELL	Reg. #B763/1991 Reg. Date 11/16/88	547.208 Renewal DL: 11/16/2019	Hong Kong	Registered	(Class 4) Cartridge containing liquid fuel for use with nonelectric appliances, namely cordless curling irons and brushes.
THERMACELL	Reg. #128,189 Reg. Date 10/4/88	547.211 Renewal DL: 10/05/2019	Ireland	Registered	(Class 4) Cartridge containing liquid fuel for use with nonelectric appliances, namely cordless curling irons and brushes.
THERMACELL	Reg. #140,946 Reg. Date 4/5/90	547.213 Renewal DL: 04/05/2020	Norway	Registered	(Class 4) Cartridge containing liquid fuel for use with nonelectric appliances, namely cordless curling irons and brushes.
THERMACELL	Reg. #371,010 Reg. Date 12/18/89	547.215 Renewal DL: 03/15/2014	Mexico	Registered	(Class 4) Cartridge containing liquid fuel for use with nonelectric appliances, namely cordless curling irons and brushes.
THERMACELL (Stylized)	Reg. #28,926 Reg. Date 215/90	547.216 Renewal DL: 02/05/2020	Puerto Rico	Registered	(Class 4) Cartridge containing liquid fuel for use with nonelectric appliances, namely cordless curling irons and brushes.
THERMACELL	Reg. #86382 Reg. Date 12/29/98	547.217 Renewal DL: 12/29/2018	Russia	Registered	(Class 4) Cartridge containing liquid fuel for use with nonelectric appliances, namely cordless curling irons and brushes.
THERMACELL	Reg. #T88/070481 Reg. Date 1/15/99	547.219 Renewal DL: 01/15/2019	Singapore	Registered	(Class 4) Cartridge containing liquid fuel for use with nonelectric appliances, namely cordless curling irons and brushes.
THERMACELL	Reg. #1,282,443 Reg. Date 2/5/95	547.220 Renewal **DL: 11/0412018**	Spain	Registered	(Class 4) Cartridge containing liquid fuel for use with nonelectric appliances, namely cordless curling irons and brushes.
THERMACELL	Reg. #378,428 1/17/89	547.222 **Renewal DL: 01/16/2019**	Thailand	Registered	(Class 4) Cartridge containing liquid fuel for use with nonelectric appliances, namely cordless curling irons and brushes.
THERMACELL	Reg. #157,262 Reg. Date 5/2194	547.224 Renewal **DL:05/02/2014**	Venezuela	Registered	(Class 4) Cartridge containing liquid fuel for use with nonelectric appliances, namely cordless curling irons and brushes.
THERMACELL	Reg. #187,810 8/27/91	547.226 Renewal **DL:10/05/2019**	New Zealand	Registered	(Class 6) Containers of metal for liquid fuel, including cartridges in this class containing liquid fuel for use with non-electric

					appliances.
THERMACELL	Reg. #186,102 Reg. Date 12/27/89	547.227 Renewal DL:12/2712019	South Korea	Registered	(Class 4) Cartridge containing liquid fuel for use with nonelectric appliances, namely cordless curling irons and brushes.
THERMACELL	Reg. #B445,886 Reg. Date 5/26/86	547.229 Renewal DL:05/2612017	Australia	Registered	(Class 4) Cartridge containing liquid fuel for use with nonelectric appliances, namely cordless curling irons and brushes.
THERMACELL	App. #1,610,802 3/12/14	547.106.004	Australia	Pending	(Class 11) Devices having a heating element powered by cartridges containing liquid fuel which dispense insect repellant.
THERMACELL	Reg. #113,976 Reg. Date 9/24/86	547.230 Renewal DL:09/30/2016	Austria	Registered	(Class 4) Cartridge containing liquid fuel for use with nonelectric appliances, namely cordless curling irons and brushes.
THERMACELL	Reg. #340,655 Reg. Date 6/20/88	547.231 Renewal DL:05/20/2018	Canada	Registered	(Class 4) Cartridge containing liquid fuel for use with nonelectric appliances, namely cordless curling irons and brushes.
THERMACELL	Reg. #1,355,427 Reg. Date 5/20/86	547.234 **Renewal DL:0512012016**	France	Registered	(Class 4) Cartridge containing liquid fuel for use with nonelectric appliances, namely cordless curling irons and brushes.
THERMACELL	Reg. #1,110,480 Reg. Date 11/18/86	547.235 Renewal **DL:11/30/2016**	Germany	Registered	(Class 4) Cartridge containing liquid fuel for use with nonelectric appliances, namely cordless curling irons and brushes.
THERMACELL	Reg. #1,267,768 Reg. Date 11/27/85	547.236 Renewal **DL:11/27/2016**	Great Britain	Registered	(Class 4) Cartridge containing liquid fuel for use with nonelectric appliances, namely cordless curling irons and brushes.
THERMACELL	Reg. #418,703 Reg. Date 5/24/86	547.237 **Renewal DL:05126/2016**	Benelux	Registered	(Class 4) Cartridge containing liquid fuel for use with nonelectric appliances, namely cordless curling irons and brushes.
THERMACELL	Reg. #474,995 Reg. Date 3/30/87	547.238 **Renewal DL:05/22/2016**	Italy	Registered	(Class 4) Cartridge containing liquid fuel for use with nonelectric appliances, namely cordless curling irons and brushes.
THERMACELL	Reg. #2,030,601 Reg. Date 3/30/88	547.239 **Renewal DL:03/30/2018**	Japan	Registered	(Class 5) Cartridge containing liquid fuel for use with nonelectric appliances, namely cordless curling irons and brushes.
THERMACELL	Reg. #86/3223 Reg. Date 6/20196	547.240 **Renewal DL:05/2012016**	South Africa	Registered	(Class 4) Cartridge containing liquid fuel for use with nonelectric appliances, namely cordless curling irons and brushes.
THERMACELL	Reg. #105,923 Reg. Date 12/20189	547.244 **Renewal DL:12120/2019**	Finland	Registered	(Class 4) Cartridge containing liquid fuel for use with nonelectric appliances, namely cordless curling irons and brushes.
THERMACELL SKEETER RELIEVER	Reg. #3,886,845 Reg. Date 12/7/10	547.434 **Section 88,15 DL: 12/712016**	U.S.	Registered	(Class 5) Refill candles being insect repellent in candle form. (Class 11) Electric candle lanterns which utilize heat to dispense insect repellent.
THERMACELL	Reg. #7633325 Reg. Date 11/28/10	547.439 **Renewal DL 11126/2020**	China	Registered	(Class 21) Non-electronic device for repelling mosquito and insect traps.
THERMACELL STYLIZED	Reg. #7533324 Reg, Date 12/7/10	547.440 **Renewal DL 1215/2020**	China	Registered	(Class 21) Non-electronic device for repelling mosquito and insect traps.

THERMACELL	Reg. #301389286 Reg. Date 7/21/09	547.442 **Renewal DL: 7/20/2019**	Hong Kong	Registered	(Class 9) Butane propelled devices for repelling insects.
THERMACELL STYLIZED	Reg. #301389303 Reg. Date 7/21/09	547.443 **Renewal DL: 7/20/2019**	Hong Kong	Registered	(Class 9) Butane propelled devices for repelling insects.
THERMACELL	Reg. #T0908194F Reg. Date 7/23109	547.445 Renewal DL: **7/23/2019**	Singapore	Registered	(Class 9) Butane propelled devices for repelling insects.
THERMACELL STYLIZED	Reg. #T0908197J Reg. Date 7/23/09	547.446 Renewal **DL:** 7123/2019	Singapore	Registered	(Class 9) Butane propelled devices for repelling insects.
THERMACELL	Reg. #01416905 Reg. Date 711/10	547.448 **Renewal DL: 6130/2020**	Taiwan	Registered	(Class 9) Butane propelled devices for repelling insects.
THERMACELL STYLIZED	Reg. #01416906 Reg. Date 7/1/10	547.449 Renewal DL: 6/30/2020	Taiwan	Registered	(Class 9) Butane propelled devices for repelling insects.
THERMACELL	App. #1998030 Filed 7/23/10	547.465	India	Corrected Registration Pending	(Class 11) Electric candle lanterns which utilize heat to dispel insect repellent.
THERMACELL	App. **#1998031** Filed 7/23/10	547.466	India	Pending	(Class 9) Devices having a healing element powered by cartridges containing liquid fuel which dispenses insect repellant; cartridges and mats.
THERMACELL	Reg. #4,178,436 Issued 7/24/2012	547.456 Section **8&15 DL** 7/24/2018 Section 8&9 Renewal DL 7/24/2022	U.S.	Registered	(Class 25) Remote controlled battery powered heated insoles.
NO MOSQUITO DESIGN ONLY	Reg. #2,369,321 Reg. Date 7/18/00	547.105 Renewal DL: 07/18/2020	U.S.	Registered	(Class 9) Butane propelled devices for repelling insects.
NO MOSQUITO DESIGN ONLY	Reg. #1,471,838 Reg. Date 3/14/01	547.105.100 Renewal DL: 01/24/2020	European Community	Registered	(Class 7) Machines and machine tools; motors and engines (except for land vehicles); machine coupling and transmission components (except for land vehicles); agricultural implements; incubators for eggs. (Class 9) Scientific, nautical, surveying, electric, photographic, cinematographic, optical, weighing, measuring, signaling, supervision, life-saving and teaching apparatus and instruments; apparatus for recording, transmission or reproduction of sound or images; magnetic data carriers, recording discs, automatic vending machines and

					mechanisms for coin-operated apparatus, cash registers, calculating machines; data-processing equipment and computers; fire-extinguishing apparatus. (Class 11) Apparatus for lighting, heating, steam generating, cooking, refrigerating, drying, ventilating, water supply and sanitary purposes.
THERMASCENT (Stylized)	Reg. #2981594 Reg. Date 8/2/05	547.409 Renewal DL: 0810212015	U.S.	Registered	(Class 11) Devices having a heating element powered by hydrocarbon fuel contained in cartridges, for the purpose of attracting game.
THERMACELL	App. #1,621,400 Filed 4/6/2013	547.456.010	Canada	Pending	(Class 25) Remote controlled battery powered heated insoles.
THERMACELL	App. #12345440 Filed 3/29/2013	547.456.016	China	Pending	(Class 25) Remote controlled battery powered heated insoles.
THERMACELL	App. #201304167 Filed 4/3/2013	547.456.036	Norway	Pending	(Class 25) Remote controlled battery powered heated insoles.
THERMACELL	App. #2013711326 Filed 4/5/2013	547.456.045	Russia	Pending	(Class 25) Remote controlled battery powered heated insoles.
THERMACELL	App. #011712866 Filed 414/2013	547.456.100 Response to Office Action Filed - Class 25 Deleted.	European Community	Published 7/18/2013 DL for any opposition 10/18/2013	(Class 9) Electrically heated insoles; electrically heated insoles for footwear; battery powered heated insoles; remote controls for use with the aforesaid goods; remote controlled battery powered heated insoles; parts and fittings for all the aforesaid goods. (Class 10) Electrically heated insoles; electrically heated insoles for footwear; battery powered heated insoles; remote controls for use with the aforesaid goods; remote controlled battery powered heated insoles; parts and fittings for all the aforesaid goods.
NO MOSQUITO DESIGN ONLY	Reg. #006452957 Reg. Date 3/24/09	547.430 Renewal DL:11120/2017	European Community	Registered	(Class 05) Pharmaceutical and veterinary preparations; sanitary preparations for medical purposes; dietetic substances adapted for medical use, food for babies; plasters, materials for dressings; material for stopping teeth, dental wax; disinfectants; preparations for destroying vermin; fungicides, herbicides; insecticides; pesticides; insect repellents. (Class 06) Common metals and their alloys; metal building materials; transportable buildings of metal; materials of metal for railway tracks; non-electric cables and wires of common metal; ironmongery, small items of metal hardware;

					pipes and tubes of metal; safes; goods of common metal not included in other classes; ores; metal containers; metal containers for insecticides, pesticides and insect repellents. (Class 21) Household or kitchen utensils and containers; combs and sponges; brushes (except paint brushes); brush-making materials; articles for cleaning purposes; steelwool; unworked or semi-worked glass (except gtass used in building); glassware, porcelain and earthenware not included in other classes; nonmetallic containers; non-metallic containers for insecticides, pesticides and insect repellents.
CHINESE SYMBOLS	Reg. # 7633323 Reg. Date 12/21/10	547.441 Renewal DL 12/20/2020	China	Registered	(Class 21) Non-electronic device for repelling mosquito and insect traps.
CHINESE SYMBOLS	Reg. # 7633322, Reg. Date 9/21/12	547.441.001 Renewal DL 3/20/2012	China	Registered	(Class 21) Non-electronic device for repelling mosquito and insect traps.
CHINESE SYMBOLS	Reg. #301389295 Reg. Date 7/21/09	547.444 Renewal DL: 7/20/2019	Hong Kong	Registered	(Class 9) Butane propelled devices for repelling insects.
CHINESE SYMBOLS	Reg. #109081981 Reg. Date 7/23/09	547.447 Renewal DL 7/23/2019	Singapore	Registered	(Class 9) Butane propelled devices for repelling insects.
CHINESE SYMBOLS	Reg. #T0908200D Reg. Date 7/23/09	547.447.001 Renewal DL 7/23/2019	Singapore	Registered	(Class 9) Butane propelled devices for repelling insects.
CHINESE SYMBOLS	Reg.#01416907 Reg. Date 7/1/10	547.450 Renewal DL 6130/2020	Taiwan	Registered	(Class 9) Butane propelled devices for repelling insects.
CHINESE SYMBOLS	Reg. #01416908 Reg. Date 7/1110	547.450.001 Renewal DL 6/30/2020	Taiwan	Registered	(Class 9) Butane propelled devices for repelling insects.