

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM313351

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Second Lien Collateral Assignment of Intellectual Property Security (Releases RF 4774/0768)
SEQUENCE:	2

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
American Capital Ltd.		07/09/2014	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	TCO Funding Corp.
Street Address:	68 South Service Road, Suite 120
City:	Melville
State/Country:	NEW YORK
Postal Code:	11747
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 20

Property Type	Number	Word Mark
Registration Number:	2548544	RAMMED AGGREGATE PIER
Registration Number:	3962202	HYDRACM
Registration Number:	3634636	MULCH & SEED INNOVATIONS, LLC
Registration Number:	3948498	DENSIPACT
Registration Number:	4088325	ENDURABLEND
Registration Number:	3016156	IMPACT
Registration Number:	3110181	SEED PROTECTION MULCH MAT NORTH AMERICAN
Registration Number:	3320835	GEOSKIN
Registration Number:	4064151	TENSARSOIL
Registration Number:	4064152	TENSARSLOPE
Registration Number:	4238355	ARMORPACT
Serial Number:	85500673	TMAX
Serial Number:	85500689	ERONET
Serial Number:	85500716	VMAX
Serial Number:	85500740	HYDRACX
Serial Number:	85500748	HYDRAGT
Serial Number:	85500759	HYDRAGS
Serial Number:	85526128	BX1500

TRADEMARK

Property Type	Number	Word Mark
Serial Number:	78097697	PRELOAD
Serial Number:	78738343	PRELOAD

CORRESPONDENCE DATA

Fax Number: 7147558290
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: 714-540-1235
Email: ipdocket@lw.com
Correspondent Name: Latham & Watkins LLP
Address Line 1: 650 Town Center Drive, Suite 2000
Address Line 4: Costa Mesa, CALIFORNIA 92626

ATTORNEY DOCKET NUMBER:	038266-0258
NAME OF SUBMITTER:	Anna T Kwan
SIGNATURE:	/atk/
DATE SIGNED:	08/07/2014

Total Attachments: 9

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**RELEASE OF SECOND LIEN COLLATERAL ASSIGNMENT OF INTELLECTUAL
PROPERTY SECURITY**

This RELEASE OF SECOND LIEN COLLATERAL ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY, dated as of July 9, 2014 ("Release") is made by AMERICAN CAPITAL LTD., a Delaware corporation located at located at 2200 Ross Avenue, Suite 4500W, Dallas, Texas 75201 (successor by merger to American Capital Financial Services, Inc.), as agent (in such capacity and together with its successors, the "Agent") for the banks and other financial institutions or entities (the "Purchasers") from time to time party to that certain Third Amended and Restated Note Purchase Agreement, dated as of April 27, 2012 (as amended, restated, supplemented or otherwise modified from time to time, the "Note Purchase Agreement"), among TCO FUNDING CORP. ("TCO"), as borrower, the Purchasers party thereto, and Agent, in favor of TCO. All capitalized terms used but not otherwise defined herein have the meanings given to them in the Collateral Agreement (as defined below) and, if not therein defined, in the Note Purchase Agreement.

WHEREAS, it was a condition precedent to the obligation of the Purchasers to purchase the notes of TCO under the Note Purchase Agreement that TCO shall have granted a security interest in all of its assets to the Agent for the benefit of the Secured Parties and TCO executed and delivered the Second Lien Collateral Agreement, dated as of October 31, 2005, in favor of the Agent (as amended, restated, supplemented, replaced or otherwise modified from time to time, the "Collateral Agreement");

WHEREAS, certain of the assets of TCO consist of (i) a security interest granted to TCO under the After-Acquired Intellectual Property Security Agreement (First Supplemental Filing), dated as of January 7, 2008, by Geopier Foundation Company, Inc., as Grantor, in favor of TCO for the benefit of the Secured Parties (as amended, restated, supplemented or otherwise modified from time to time, the "First After-Acquired Intellectual Property Security Agreement"), (ii) a security interest granted to TCO under the Second Lien After-Acquired Intellectual Property Security Agreement (Second Supplemental Filing), dated as of December 29, 2010, by Tensar Corporation (f/k/a Tensar Holdings, Inc.) ("Tensar Holdings"), Tensar Holdings Corporation (f/k/a The Tensar Corporation, and predecessor to Tensar Holdings, LLC) ("Holdings"), Tensar Corporation, LLC (f/k/a The Tensar Corporation, LLC) ("Tensar"), and the other signatories party thereto, as Grantors, in favor of TCO for the benefit of the Secured Parties (as amended, restated, supplemented or otherwise modified from time to time, the "Second After-Acquired Intellectual Property Security Agreement"), (iii) a security interest granted to TCO under the Second Lien After-Acquired Intellectual Property Security Agreement (Third Supplemental Filing), dated as of April 27, 2012, by Tensar Holdings, Holdings, Tensar and the other signatories party thereto, as Grantors, in favor of TCO for the benefit of the Secured Parties (as amended, restated, supplemented or otherwise modified from time to time, the "Third After-Acquired Intellectual Property Security Agreement"), and (iv) a security interest granted to TCO under any additional second lien "after-acquired" intellectual property security agreements executed in favor of TCO after the date hereof (such security agreements, as amended, restated, supplemented or otherwise modified from time to time, the "Additional After-Acquired Intellectual Property Security Agreements") (the security interests granted in items (i), (ii), (iii), and (iv), collectively, the "Tensar Intellectual Property Security Interest");

WHEREAS, to evidence the collateral assignment of the Tensar Intellectual Property Security Interest to the Agent for the benefit of the Secured Parties, TCO agreed to execute the Second Lien Collateral Assignment of Intellectual Property Security, dated as of April 27, 2012 (as amended, restated, supplemented or otherwise modified from time to time, the "Intellectual Property Collateral Assignment") for recording with the United States Patent and Trademark Office, the United States Copyright Office, and other applicable Governmental Authorities;

WHEREAS, TCO, pursuant to the Intellectual Property Collateral Assignment, collaterally assigned, granted and pledged to the Agent for the benefit of the Secured Parties a first priority (subject to the TCO Intercreditor Agreement) security interest in all of TCO's right, title and interest in and to the Tensar Intellectual Property Security Interest as evidenced by the First After-Acquired Intellectual Property Security Agreement, the Second After-Acquired Intellectual Property Security Agreement, the Third After-Acquired Intellectual Property Security Agreement, and the Additional After-Acquired Intellectual Property Security Agreements, if any, as collateral security for the prompt and complete payment and performance when due (whether at the stated maturity, by acceleration or otherwise) of TCO's Obligations;

WHEREAS, the Intellectual Property Collateral Assignment was recorded in the United States Patent and Trademark Office on following dates and appears at the following location in the United States Patent and Trademark Office records

May 7, 2012 at Reel 4774/Frame 0768,

May 7, 2012 at Reel 028169/Frame 0888; and

WHEREAS, the Obligations have been paid and performed in full and the Agent has agreed to release its collateral assignment, grant, pledge and security interest in the Tensar Intellectual Property Security Interest.


NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledge:

1. Release of Lien. The Agent hereby terminates the Collateral Assignment, and hereby terminates, cancels and releases any and all collateral assignments, grants, pledges and security interests that it has in, to and under the Tensar Intellectual Property Security Interest.
2. Authorization to Record. The Agent authorizes and requests that the United States Patent and Trademark Office and any applicable government officer record this Release.
3. Further Assurances. The Agent shall take all further actions, and provide to TCO, its successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), reasonably requested by TCO to more fully and effectively effectuate the purposes of this Release, at the sole expense of TCO.

4. Governing Law. This Release shall be governed by, and construed and interpreted in accordance with, the law of the State of New York.

IN WITNESS WHEREOF, the Agent has caused this RELEASE OF COLLATERAL ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY to be duly executed and delivered as of the date first above written.

AMERICAN CAPITAL, LTD.,
as Agent

By: 
Name: **Douglas Kelley**
Title: **Senior Vice President**

Schedule 1

Geopier Foundation Company Inc.

PATENTS

Soil reinforcement method and apparatus ("Preload")	United States	6,354,768	1/24/00
Method for Construction of Piers in Soil and Pier Construction ("Improved Preload")	United States	7,004,684	12/5/03
Apparatus and Method for Building Support Piers from Successive Lifts formed in a Soil Matrix ("Impact")	United States	10/728,405	2/12/04
Apparatus and Method for Building Support Piers from Successive Lifts formed in a Soil Matrix ("Impact") (continuation-in-part)	United States	11/876,556	10/22/07
Apparatus and Method for Building Support Piers from Successive Lifts formed in a Soil Matrix ("Impact") (continuation-in-part)	United States	11/747,271	5/11/07

TRADEMARKS

IMPACT	United States	78/277,318	7/22/03
PRELOAD	United States	78/097,697	12/11/01
PRELOAD	United States	78/738,343	10/21/05

U.S. PATENTS

Owner	Title	Application Number	Date Filed	Patent Number	Date Issued
Geopier Foundation Company Inc.	Construction Modulus Testing Apparatus and Method	13/143,429	7/6/2011		
Geopier Foundation Company Inc.	Method and Apparatus for Building Support Piers from One or More Successive Lifts Formed in a Soil Matrix	13/042,183	3/7/2011		
Geopier Foundation Company Inc.	Method and Apparatus for Building Support Piers from One or More Successive Lifts Formed in a Soil Matrix	13/042,183	3/7/2011		
Geopier Foundation Company Inc.	Method of Providing a Support Column	13/163,925	6/20/2011		
Geopier Foundation Company Inc.	Shielded Tamper and Method of Use for Making Aggregate Columns	13/412,194	3/5/2012		
Tensar International Corporation	Cross-linked Biofiber Products and Processes for Their Manufacture	12/316,525	12/12/2008	7,788,847	9/7/2010
Tensar International Corporation	Entangled Cotton Byproducts and Biofiber Hydraulic Mulch- Erosion Control Products, and the Process for Their Manufacture	12/218,979	7/17/2008	7,900,394	4/8/2011
Tensar International Corporation	Free-Wheeling-Resistant Rolls for Mining Roof Support and the Combination of a Mining Machine and	61/552,874	10/28/2011		
Tensar International Corporation	Knitted Geotextile, and Geotextile Tube Constructed Thereof	13/124,449	6/20/2011		

Owner	Title	Application Number	Date Filed	Patent Number	Date Issued
Tensar Corporation, LLC	Light Weight Oriented Net Assembly for Oil Capture and Containment	13/204,130	8/5/2011		
Tensar Corporation, LLC	Lightweight Polypropylene Nets Manufactured with a Beta Nucleation Additive, the Method of Manufacture and Uses Thereof	13/108,334	5/16/2011		
Tensar International Limited	Modular Block Retaining Wall Construction	09/147,283	5/12/1997	6019550	2/1/2000
Tensar Technologies Limited	Multi-Axial Grid or Mesh Structures with High Aspect Ratio Ribs	12/379,058	2/11/2009		
Tensar International Corporation	Pavement Overlay Material and Method	13/019,535	2/2/2011		
Tensar Corporation, LLC	Polypropylene Grids Manufactured with a Beta Nucleation Additive, the Method of Manufacture and Uses Thereof	12/929,048	12/23/2010		
Tensar Corporation, LLC	Polypropylene Grids Manufactured with a Beta Nucleation Additive, the Method of Manufacture and Uses Thereof	13/169,317	6/27/2011		
Tensar International Limited	Protected Junctions Soil Reinforcement	08/836,722	11/24/1995	6423394	7/23/2002
Tensar International Corporation	Wire Facing Unit for Retaining Walls With Strut Attachment Locator	12/461,923	8/27/2009		
Tensar Corporation, LLC	Geocell With Facing Panel	07/872,113	4/22/1992	5,320,455	6/14/1994
Tensar Holdings Corporation	Non-Woven Needle-Punched Filter Fabric	08/851,271	5/5/1997	5,877,096	3/2/1999

U.S. TRADEMARKS

Owner	Mark	Serial Number	File Date	Registration Number	Grant Date
Geopier Foundation Company Inc.	ARMORPACT	85/249,091	2/23/2011		
Geopier Foundation Company Inc.	DENSIPACT	77/781,639	7/15/2009	3,948,498	4/19/2011
Geopier Foundation Company Inc.	RAMMED AGGREGATE PIER	75/653,362 (Supplemental Registry)	3/4/1999	2,548,544	3/12/2002
North American Green Inc.	ERONET	85/500,689	12/21/2011		
North American Green Inc.	HYDRACM	77/555,813	8/26/2008		
North American Green Inc.	HYDRACX	85/500,740	12/21/2011		
North American Green Inc.	HYDRAGS	85/500,759	12/21/2011		
North American Green Inc.	HYDRAGT	85/500,748	12/21/2011		
North American Green Inc.	SEED PROTECTION MULCH MAT NORTH AMERICAN GREEN GUARDIAN GETS YOU GROWING (Design)	78/404,338	4/19/2004	3110181	6/27/2006
North American Green Inc.	TMAX	85/500,673	12/21/2011		
North American Green Inc.	VMAX	85/500,716	12/21/2011		
Tensar International Corporation	BX1500	85/526,128	1/26/2012		
Tensar International Corporation	ENDURABLEND	77/788,153	7/23/2009	4,088,325	1/17/2012
Tensar International Corporation	GEOSKIN	78/777,260	12/20/2005	3,320,825	10/23/2007
Tensar International Corporation	MULCH AND SEED INNOVATIONS	77/602,160	10/28/2008	3,634,636	6/9/2009

Owner	Mark	Serial Number	File Date	Registration Number	Grant Date
Tensar International Corporation	TENSARSLOPE	85/026,577	4/29/2010	4,064,152	11/29/2011
Tensar International Corporation	TENSARSOIL	85/026,565	4/29/2010	4,064,151	11/29/2011