

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM317180

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Burgess-Manning, Inc.		09/10/2014	CORPORATION: TEXAS
RECEIVING PARTY DATA			
Name:	Peerless Mfg. Co.		
Street Address:	14651 North Dallas Parkway		
City:	Dallas		
State/Country:	TEXAS		
Postal Code:	75254		
Entity Type:	CORPORATION: TEXAS		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	1009112	B	
Registration Number:	1021410	BURGESS-MANNING	
Registration Number:	3081523	SSF TECHNOLOGY	
CORRESPONDENCE DATA			
Fax Number:	2146594832		
<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>			
Phone:	214-659-4578		
Email:	nealk@akllp.com		
Correspondent Name:	Michele P. Schwartz		
Address Line 1:	1717 Main Street		
Address Line 2:	Suite 3700		
Address Line 4:	Dallas, TEXAS 76012		
ATTORNEY DOCKET NUMBER:	166493		
NAME OF SUBMITTER:	Michele P. Schwartz		
SIGNATURE:	/Michele P. Schwartz/		
DATE SIGNED:	09/17/2014		
Total Attachments: 2			
source=BurgesstoPeerlessAssign#page1.tif			
source=BurgesstoPeerlessAssign#page2.tif			

CH \$90.00 1009112

ASSIGNMENT OF TRADEMARKS

This Assignment of Trademarks (this "Assignment") is made to be effective as of September 10, 2014, by and between Burgess-Manning, Inc., a Texas corporation (the "Assignor"), and Peerless Mfg. Co., a Texas corporation, located and doing business at 14651 North Dallas Parkway, Dallas, Texas 75254 ("Assignee").

WHEREAS, Assignor is the owner of the entire right, title and interest in and to the marks and the corresponding registrations therefor set forth in Schedule A attached hereto and made a part hereof (hereinafter, collectively, the "Trademarks"), together with the business and goodwill associated with the Trademarks; and

WHEREAS, Assignee is desirous of obtaining all of the rights, title, and interest in and to the Trademarks, together with the goodwill of the business associated with the Trademarks;

NOW, THEREFORE, in consideration of the mutual covenants, and other good and valuable consideration, the sufficiency and receipt of which is hereby acknowledged, Assignor agrees as follows:

1. Assignor does hereby sell, assign, transfer and set over unto Assignee, its successors and assigns, all of Assignor's rights, title and interest in and to the Trademarks, together with the goodwill of the business associated with the Trademarks and the registration and application therefor.

2. Assignor does hereby sell, assign, transfer and set over onto Assignee, its successors, and assigns, all claims for damages by reason of past infringement of the Trademarks, the right to sue for and collect same for its own use and enjoyment and for the use and enjoyment of its successors or assigns.

3. Assignor authorizes the Commissioner of Patents and Trademarks of the United States Patent and Trademark Office and the corresponding officials of other jurisdictions, as appropriate, to record the Trademarks, and title thereto, as the property of Assignee, in accordance with the terms of this instrument.

IN WITNESS WHEREOF, the parties have caused this Assignment to be executed by their duly authorized officers or representatives and to be effective as of the date first written above.

ASSIGNOR:

ASSIGNEE:

BURGESS-MANNING, INC.
By: [Signature]
Name: Ronald L. McCrummen
Title: EVP & CFO
Date: Sept. 10, 2014

PEERLESS MFG. CO.
By: [Signature]
Name: John Conroy
Title: EVP-Americas Process Prod.
Date: Sept 10, 2014

SCHEDULE A

<u>Country</u>	<u>Mark</u>	<u>Registration No.</u>
Argentina	BURGESS-MANNING	2,283,041
Australia	BURGESS-MANNING	1,300,278
Austria	BURGESS-MANNING	44308
Benelux	BURGESS-MANNING	0050501
Brazil	BURGESS-MANNING	006279015
Canada	BURGESS-MANNING	TMA202,376
Canada	SSF TECHNOLOGY	772,139
Chile	BURGESS-MANNING	888,169
Colombia	BURGESS-MANNING	400,835
European Union	SSF TECHNOLOGY	8,355,737
France	BURGESS-MANNING	1,311,695
Germany	BURGESS-MANNING	771,382
United Kingdom	BURGESS-MANNING	2189626
Hong Kong	BURGESS-MANNING	301348173
India	BURGESS-MANNING	841922
Indonesia	BURGESS-MANNING	521166
Italy	BURGESS-MANNING	1424659
Japan	BURGESS-MANNING	604,619
South Korea	BURGESS-MANNING	466237
Malaysia	BURGESS-MANNING	99-01926
Mexico	BURGESS-MANNING	1132160
Pakistan	BURGESS-MANNING	153082
Saudi Arabia	BURGESS-MANNING	117/88
Singapore	BURGESS-MANNING	T99/02027E
Spain	BURGESS-MANNING	369,239
Switzerland	BURGESS-MANNING	284,265
Thailand	BURGESS-MANNING	TM165121
United Arab Emirates	BURGESS-MANNING	150808
United States	B logo	1,009,112
United States	BURGESS-MANNING	1,021,410
United States	SSF TECHNOLOGY	3,081,523
Venezuela	B logo	96,967-F