

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM320951

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
SEQUENCE:	2		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
GEO SPECIALTY CHEMICALS, INC.		10/23/2014	CORPORATION: OHIO
RECEIVING PARTY DATA			
Name:	WELLS FARGO BANK, NATIONAL ASSOCIATION,		
Street Address:	150 East 42nd Street, 40th Floor		
Internal Address:	Corporate Trust Office		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10017		
Entity Type:	NATIONAL ASSOCIATION: UNITED STATES		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	86294650	GEOLUBE	
Serial Number:	85264328	TRI-REZ	
CORRESPONDENCE DATA			
Fax Number:	9374436635		
<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>			
Email:	ipdocket@thompsonhine.com		
Correspondent Name:	Thompson Hine LLP		
Address Line 1:	10050 Innovation Drive		
Address Line 2:	Suite 400		
Address Line 4:	Dayton, OHIO 45342		
ATTORNEY DOCKET NUMBER:	037179.00196		
NAME OF SUBMITTER:	Ashley L. Pecora		
SIGNATURE:	/Ashley L. Pecora/		
DATE SIGNED:	10/23/2014		
Total Attachments: 4			
source=Second_Trademark_Lien#page1.tif			

OP \$65.00 86294650

source=Second_Trademark_Lien#page2.tif
source=Second_Trademark_Lien#page3.tif
source=Second_Trademark_Lien#page4.tif

THE TERMS OF THIS NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS AND THE OBLIGATIONS OF THE PARTIES HERETO ARE SUBORDINATE IN THE MANNER AND TO THE EXTENT SET FORTH IN THAT CERTAIN SUBORDINATION AGREEMENT (THE “SUBORDINATION AGREEMENT”) DATED AS OF OCTOBER 30, 2012, AMONG GEO SPECIALTY CHEMICALS INC., AN OHIO CORPORATION, GEO SPECIALTY CHEMICALS UK LIMITED, A PRIVATE LIMITED COMPANY ORGANIZED UNDER THE LAWS OF ENGLAND AND WALES, EACH OF THE SUBSIDIARY GUARANTORS SIGNATORY THERETO, WELLS FARGO BANK, NATIONAL ASSOCIATION, AS TRUSTEE AND NOTEHOLDER COLLATERAL AGENT, AND CITIZENS BANK OF PENNSYLVANIA, AS AGENT, TO THE SENIOR INDEBTEDNESS (AS DEFINED IN THE SUBORDINATION AGREEMENT).

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

October 23, 2014

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that (a) pursuant to the Security Agreement dated as of October 30, 2012 (as amended, modified, extended, restated, replaced, or supplemented from time to time, the “Security Agreement”), by and among the Obligors party thereto (each an “Obligor” and collectively, the “Obligors”) and Wells Fargo Bank, National Association, as collateral agent (the “Noteholder Collateral Agent”) for the secured parties referenced therein (the “Secured Parties”), the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademark and trademark application shown on Schedule 1 attached hereto (the “Trademarks”) to the Noteholder Collateral Agent for the ratable benefit of the Secured Parties and (b) the undersigned hereby grants to the Noteholder Collateral Agent, for the ratable benefit of the Secured Parties, a continuing security interest in, and a right to set off against, any and all right, title and interest of such Obligor in and to the Trademarks.

The Obligors and the Noteholder Collateral Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the Trademarks (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any Trademark.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

Very truly yours,

GEO SPECIALTY CHEMICALS, INC.



By: _____

Name: William P. Eckman

Title: Executive Vice President and

Chief Financial Officer

Acknowledged and Accepted:

WELLS FARGO BANK, NATIONAL ASSOCIATION,
as Noteholder Collateral Agent

By: _____

Name: _____

Title: _____

Very truly yours,

GEO SPECIALTY CHEMICALS, INC.

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

WELLS FARGO BANK, NATIONAL ASSOCIATION,
as Noteholder Collateral Agent

By: *Yana Kislenco*
Name: Yana Kislenco
Title: Vice President

Schedule 1

TRADEMARKS

Docket	Country	Status	Serial No.	Filed	Reg. No.	Registered	Mark	Owner/Applicant
38166	US	Pend.	86/294650	5/29/2014			GEOLUBE	GEO Specialty Chemicals, Inc.
34522	US	Issu.	85/264328	3/11/2011	4601763	9/9/2014	TRI-REZ	GEO Specialty Chemicals, Inc.