

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM324827

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
SPECTRO SCIENTIFIC, INC.		11/13/2014	CORPORATION: MASSACHUSETTS
RECEIVING PARTY DATA			
Name:	TRISTATE CAPITAL BANK		
Street Address:	301 Grant Street		
Internal Address:	One Oxford Centre		
City:	Pittsburgh		
State/Country:	PENNSYLVANIA		
Postal Code:	15219		
Entity Type:	state chartered bank: PENNSYLVANIA		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Registration Number:	2982341	FLUIDSCAN	
Registration Number:	1779574	OILVIEW	
Registration Number:	3291506	MACHINERY HEALTH	
Registration Number:	4328240	TRIVECTOR	
Serial Number:	78507604	LASERNET FINES	
Registration Number:	2018265	INFRACAL	
Registration Number:	3950738	WILKS	
CORRESPONDENCE DATA			
Fax Number:	4122883063		
<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:	412-288-7222		
Email:	ptoipinbox@reedsmith.com		
Correspondent Name:	Robert A. Muha, Esq.		
Address Line 1:	P.O. Box 488		
Address Line 2:	Reed Smith LLP		
Address Line 4:	Pittsburgh, PENNSYLVANIA 15230-0488		
ATTORNEY DOCKET NUMBER:	886977.20082 CAS		

OP \$190.00 2982341

NAME OF SUBMITTER:	Robert A. Muha
SIGNATURE:	/Robert A. Muha/
DATE SIGNED:	12/02/2014
Total Attachments: 7 source=Grant of a Security Interest - Patents, Trademarks - Spectro Scientific#page1.tif source=Grant of a Security Interest - Patents, Trademarks - Spectro Scientific#page2.tif source=Grant of a Security Interest - Patents, Trademarks - Spectro Scientific#page3.tif source=Grant of a Security Interest - Patents, Trademarks - Spectro Scientific#page4.tif source=Grant of a Security Interest - Patents, Trademarks - Spectro Scientific#page5.tif source=Grant of a Security Interest - Patents, Trademarks - Spectro Scientific#page6.tif source=Grant of a Security Interest - Patents, Trademarks - Spectro Scientific#page7.tif	

GRANT OF A SECURITY INTEREST – PATENTS, TRADEMARKS

WHEREAS, Spectro Scientific, Inc., a Massachusetts corporation (the “Grantor”), holds all right, title and interest in the patents, patent applications and trademarks (the “Patents, Patent Applications and Trademarks”) listed on the attached Schedule A, which patents have been issued by or patent applications and trademarks filed with the United States Patent and Trademark Office (the “Patent Application”);

WHEREAS, the Grantor has entered into an Amended and Restated Security Agreement, dated as of September 18, 2013, as amended by that certain Amendment No. 1 to Amended and Restated Credit Agreement and Other Loan Documents, dated as of April 1, 2014, and Amendment No. 2 to Amended and Restated Credit Agreement and Other Loan Documents, dated as of November 28, 2014 (as amended, restated, supplemented, modified or otherwise changed from time to time, the “Security Agreement”), in favor of TriState Capital Bank, a Pennsylvania state chartered bank, as agent for certain Lender Parties referred to therein (in such capacity the “Grantee”); and

WHEREAS, pursuant to the Security Agreement, the Grantor has granted to the Grantee a continuing security interest in all right, title and interest of the Grantor in, to and under the Patents and Patent Applications and any patents that may issue therefrom, and Trademarks, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the “Collateral”), to secure the payment, performance and observance of the Secured Obligations (as defined in the Security Agreement); and

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantor does hereby grant to the Grantee a continuing security interest in the Collateral to secure the prompt payment in full when due, whether at stated maturity, by required prepayment, declaration, acceleration, demand or otherwise, all Secured Obligations.

The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Grantee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

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IN WITNESS WHEREOF, the Grantor has caused this assignment to be duly executed by its officer thereunto duly authorized as of November 13, 2014.

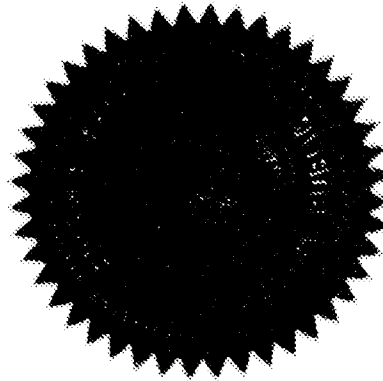
SPECTRO SCIENTIFIC, INC. , a Massachusetts corporation

By: Brian Mitchell
Brian Mitchell, Chief Executive Officer and President

STATE OF Massachusetts
COUNTY OF Wendover ss.:

On this 13th day of November, 2014, before me personally came Brian Mitchell, to me known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that he is the Chief Executive Officer and President of Spectro Scientific, Inc., a Massachusetts corporation, and that he executed the foregoing instrument in the firm name of Spectro, Inc., and that he had authority to sign the same, and he acknowledged to me that he executed the same as the act and deed of said firm for the uses and purposes therein mentioned.

[Signature]
[Notary Seal]



[Signature page to Grant of a Security Interest – Patents, Trademarks]

SCHEDULE A TO GRANT OF A SECURITY INTEREST

DOCKET NO/ COUNTRY.	INVENTOR	TITLE	SERIAL/PAT ENT/ REGISTRATI ON NO.	FILING/ ISSUE DATE	STATUS
SPEC-221J (US)	Chadha et al.	ARRAY DETECTOR COUPLED SPECTROANALYTICA L SYSTEM AND GRADED BLAZE ANGLE GRATING	7,495,761 B2	February 24, 2009	Issued; 2 nd maintenance fee due August 24, 2016
SPEC-221C (CANADA)	Chadha et al.	ARRAY DETECTOR COUPLED SPECTROANALYTICA L SYSTEM AND GRADED BLAZE ANGLE GRATING	2,640,059	May 22, 2012	Issued
SPEC- 221EP (EUROPE)	Chadha et al	ARRAY DETECTOR COUPLED SPECTROANALYTICA L SYSTEM AND GRADED BLAZE ANGLE GRATING	07835692.0	February 1, 2007	Pending
SPEC-221T (PCT)	Chadha et al.	ARRAY DETECTOR COUPLED SPECTROANALYTICA L SYSTEM AND GRADED BLAZE ANGLE GRATING	PCT/US2007/ 002927	February 1, 2007	N/A
SPEC-408J (US)	Albin et al.	SPECTROMETER FLIP TOP SAMPLE HEAD	8,384,895	February 26, 2013	Issued, 1 st maintenance fee due August 26, 2016
SPEC-513J (US)	Henning et al.	KINEMATIC VISCOMETER AND METHOD	8,661,878	March 4, 2014	Issued
SPEC-513C Canada	Henning et al.	KINEMATIC VISCOMETER AND METHOD	2824914	July 16, 2013	Pending

DOCKET NO/ COUNTRY.	INVENTOR	TITLE	SERIAL/PAT ENT/ REGISTRATI ON NO.	FILING/ ISSUE DATE	STATUS
SPEC-513CH China	Henning et al.	KINEMATIC VISCOMETER AND METHOD	20118006877 6.1	August 30, 2013	Pending
SPEC-513EP Europe	Henning et al.	KINEMATIC VISCOMETER AND METHOD	11855959.0	December 19, 2011	Pending
SPEC-513JJ Japan	Henning et al.	KINEMATIC VISCOMETER AND METHOD	2013-550454	July 26, 2013	Pending
SPEC-513T (PCT)	Henning et al.	KINEMATIC VISCOMETER AND METHOD	PCT/US2011/ 001991	December 19, 2011	N/A
SPEC-514J (US)	Barraclough et al.	FILTRATION PARTICLE QUANTIFIER	US201303334 49 A1	June 19, 2012	Pending
SPEC-514T (PCT)	Barraclough et al.	FILTRATION PARTICLE QUANTIFIER	PCT/US2013/ 025009	February 7, 2013	National Stage due by August 7, 2015
SPEC-520J (US)	Henning et al.	INTEGRATED PORTABLE SAMPLE ANALYSIS SYSTEM AND METHOD	US201301910 46 A1	January 24, 2012	Pending
SPEC-520T (PCT)	Henning et al.	INTEGRATED PORTABLE SAMPLE ANALYSIS SYSTEM AND METHOD	PCT/US2013/ 021407	January 14, 2013	National Stage due by July 14, 2015
SPEC-522J (US)	Henning et al.	IN-SITU OIL ANALYSIS SENSOR BOLT	14/048,781	October 8, 2013	Pending
SPEC-523J (US)	Zhao et al.	ROUTE-BASED SUBSTANCE ANALYSIS SYSTEM AND METHOD	US201401515 60A1	November 26, 2013	Pending
SPEC-523T	Zhao et al.	ROUTE-BASED SUBSTANCE ANALYSIS SYSTEM AND METHOD	PCT/US2013/ 072197	November 27, 2013	N/A

DOCKET NO/ COUNTRY.	INVENTOR	TITLE	SERIAL/PAT ENT/ REGISTRATI ON NO.	FILING/ ISSUE DATE	STATUS
SPEC-524J	Henning	PARTICLE COUNTER AND CLASSIFICATION SYSTEM	14/253,354	April 15, 2014	Pending
SPEC-525J (US)	Albin et al.	SPECTROMETER FLIP TOP SAMPLE HEAD	8,867,034	October 21, 2014	Allowed and in Issue
SPEC-528J (US)	Henning et al.	KINEMATIC VISCOMETER AND METHOD	US201301282 66 A1	January 13, 2014	Pending
SPEC-533J (US)	Chamberlin et al.	PHOTOMETER AND METHOD FOR COMPENSATING FOR AMBIENT TEMPERATURE CHANGES IN A PHOTOMETER	14/515,644	October 16, 2014	Pending
SPEC- 520CH (China)	Henning et al.	INTEGRATED PORTABLE SAMPLE ANALYSIS SYSTEM AND METHOD	20138001191 6.0	September 1, 2014	Pending
SPEC-530J (US)	Olson et al.	PORTABLE FUEL DILUTION METER AND METHOD	14/458,476	August 13, 2014	Pending
Spectro- Emerson License	Garvey et al.	VISCOSITY TESTER AND METHOD WITH ORBITING OBJECT	5,394,739	March 7, 1995	Expired
Spectro- Emerson License	Freese et al.	IN-SITU OIL ANALYZER AND METHODS OF USING SAME, PARTICULARLY FOR CONTINUOUS ON- BOARD ANALYSIS OF DIESEL ENGINE LUBRICATION SYSTEMS	5,604,441	February 18, 1997	Issued
Spectro- Emerson License	Garvey et al.	AUTOMATIC DETERMINATION OF MOISTURE CONTENT AND LUBRICANT TYPE	5,656,767	August 12, 1997	Issued

DOCKET NO/ COUNTRY.	INVENTOR	TITLE	SERIAL/PAT ENT/ REGISTRATI ON NO.	FILING/ ISSUE DATE	STATUS
Spectro- Emerson License	Dickert et al.	OIL MONITOR WITH MAGNETIC FIELD	5,674,401	October 7, 1997	Issued
Spectro- Emerson License	Garvey et al.	METHOD AND APPARATUS FOR LUBRICATION FLUID ANALYSIS	5,817,928	October 6, 1998	Issued
Spectro- Emerson License	Mountain et al.	METHOD OF OPTICAL PARTICLE COUNTING FOR WATER MIXED LUBRICANT	6,064,480	May 16, 2000	Issued
Spectro- Emerson License	Pardue et al.	SAMPLING APPARATUS	6,418,799	July 16, 2002	Issued
Spectro- Emerson License	Pardue et al.	INTEGRATED LUBRICANT ANALYZER	6,582,661	June 24, 2003	Issued
Spectro- Emerson License	Hayzen et al.	ANALYSIS OF CONDITION MONITORING INFORMATION	7,027,959	April 11, 2006	Issued
Spectro- Emerson License	Hayzen et al.	ANALYSIS OF PARTICLES IN FLUID	7,065,454	June 20, 2006	Issued
Spectro- Emerson License	Hayzen et al.	ANALYSIS OF CONDITION MONITORING INFORMATION	7,305,326	December 4, 2007	Issued
Spectro Trademark	Trademark	FLUIDSCAN	2982341	August 2, 2005	Issued
Spectro- Emerson License	Trademark	OILVIEW	1779574	June 29, 1993	Issued
Spectro- Emerson License	Trademark	MACHINERY HEALTH	3291506	September 11, 2007	Issued
Spectro- Emerson License	Trademark	TRIVECTOR	4328240	April 30, 2013	Issued
Spectro- Lockheed License	Sebok et al.	OPTIC DEBRIS ANALYSIS FIXTURE	6,873,411	March 29, 2005	Issued

DOCKET NO/ COUNTRY.	INVENTOR	TITLE	SERIAL/PAT ENT/ REGISTRATI ON NO.	FILING/ ISSUE DATE	STATUS
Spectro- Lockheed License	Sebok et al.	OPTICAL FLOW CELL WITH REFERENCES FLANGE	6,104,483	August 15, 2000	Issued
Spectro- Lockheed License	Sebok et al.	TRIBOLOGICAL DEBRIS ANALYSIS SYSTEM	7,019,834	March 28, 2006	Issued
Spectro- Lockheed License	Kolp et al.	TRIBOLOGICAL DEBRIS ANALYSIS SYSTEM	7,385,694	June 10, 2008	Issued
Spectro- Lockheed License	Brewer et al.	OPTICAL FLOW CELL FOR TRIBOLOGICAL SYSTEMS	7,184,141	February 27, 2007	Issued
Spectro- Lockheed License	Kolp et al.	OPTICAL FLOW CELL CAPABLE OF USE IN HIGH TEMPERATURE AND HIGH PRESSURE ENVIRONMENT	7,307,717	December 11, 2007	Issued
Spectro- Lockheed License	Kolp et al.	OPTICAL FLOW CELL FOR USE IN HIGH TEMPERATURE AND/OR HIGH PRESSURE ENVIRONMENTS	7,518,720	April 14, 2009	Issued
Spectro- Lockheed License	Sebok et al.	VISCOMETER SYSTEM UTILIZING AN OPTICAL FLOW CELL	8,079,250	December 20, 2011	Issued
Spectro- Lockheed Sublicense	Reintjes et al.	FLUID SAMPLER UTILIZING OPTICAL NEAR-FIELD IMAGING	5,572,320	November 5, 1996	Issued
Spectro- Lockheed License	Trademark	LASERNET FINES	78507604	April 8, 2008	Issued
Spectro Patent	Wilks et al.	SPECTROSCOPY ANALYZER USING A DETECTOR ARRAY	6,420,708	July 16, 2002	Issued
Spectro Trademark	Trademark	INFRACAL	2,018,265	November 19, 1996	Issued
Spectro Trademark	Trademark	WILKS	3,950,738	April 26, 2011	Issued

TRADEMARK