

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM342857

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
GEO SPECIALTY CHEMICALS, INC.		05/13/2015	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:	86584442	GEO FM	
Serial Number:	86583598	GEOLUBE	
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:	05/29/2015		
Total Attachments: 4			
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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 (AS AMENDED, RESTATED OR OTHERWISE MODIFIED FROM TIME TO TIME, 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

May 13, 2015

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 Administrative 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.

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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: _____

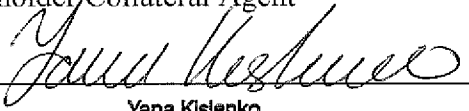
Very truly yours,

GEO SPECIALTY CHEMICALS, INC.

By: _____
Name: 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: Yana Kisenko
Title: Vice President

Schedule 1

TRADEMARKS

Docket:	Country:	Status:	Serial No.:	Filed:	Reg. No.:	Registered:	Mark:	Owner/Applicant:
39366	US	Pend.	86/584442	04/01/2015			GEO FM	GEO Specialty Chemicals, Inc.
39056	US	Pend.	86/583598	04/01/2015			GEOLUBE	GEO Specialty Chemicals, Inc.