# CH \$915.00 26000

# TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2 ETAS ID: TM345918

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

# **CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
WORLD PROPERTIES, INC.		06/18/2015	CORPORATION: ILLINOIS

# **RECEIVING PARTY DATA**

Name:	JPMorgan Chase Bank, N.A., as Administrative Agent	
Street Address:	IL1-1145/54/63, P.O. Box 6026	
City:	Chicago	
State/Country:	ILLINOIS	
Postal Code:	60680-6026	
Entity Type:	Banking Association: UNITED STATES	

# **PROPERTY NUMBERS Total: 36**

Registration Number: 2600075 BISCO Registration Number: 3925911 COOLSPAN Registration Number: 3822229 DERMABAK Registration Number: 1496678 DUREL Registration Number: 3664392 E/BAK Registration Number: 1163443 ENDUR Registration Number: 3636398 HEATWAVE Registration Number: 4358243 LOPRO Registration Number: 1053564 LO-PRO Registration Number: 785505 MEKTRON Registration Number: 3216229 R Registration Number: 2169516 MPC Registration Number: 1632804 MPC Registration Number: 998460 NITROPHYL Registration Number: 3765993 PERMAFRESH Registration Number: 1540632 PERMAFRESH Registration Number: 1121870 PORON	Word Mark	Number	Property Type
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Registration Number:3765993PERMAFRESHRegistration Number:1540632PERMAFRESHRegistration Number:1121870PORON	MPC	1632804	Registration Number:
Registration Number:1540632PERMAFRESHRegistration Number:1121870PORON	NITROPHYL	998460	Registration Number:
Registration Number: 1121870 PORON	PERMAFRESH	3765993	Registration Number:
	PERMAFRESH	1540632	Registration Number:
	PORON	1121870	Registration Number:
Registration Number:   861519   PORON	PORON	861519	Registration Number:
Registration Number:754815PORON	PORON	754815	Registration Number:

TRADEMARK REEL: 005561 FRAME: 0415

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Property Type	Number	Word Mark
Registration Number:	2097169	PORON MEDICAL
Registration Number:	1665667	R/BAK
Registration Number:	1324125	R/FLEX
Registration Number:	2587270	R/FLEX
Registration Number:	2010257	R/STIK
Registration Number:	1653546	RO2800
Registration Number:	1892592	RO3000
Registration Number:	2006820	RO4000
Registration Number:	2225964	RT/DUROID
Registration Number:	1161908	RT/DUROID
Registration Number:	1385622	RX
Registration Number:	3209546	THE WORLD RUNS BETTER WITH ROGERS.
Registration Number:	3871067	THETA
Registration Number:	3877574	THETA
Registration Number:	1675080	TMM
Registration Number:	1574972	ULTRALAM
Registration Number:	3850505	XT/DUROID

#### **CORRESPONDENCE DATA**

**Fax Number:** 3129939767

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:** 312-993-2622

**Email:** gayle.grocke@lw.com

Correspondent Name: Gayle D. Grocke c/o Latham & Watkins LLP

Address Line 1: 330 N. Wabash Avenue

Address Line 2: Suite 2800

Address Line 4: Chicago, ILLINOIS 60611

ATTORNEY DOCKET NUMBER:	049067-0062
NAME OF SUBMITTER:	Gayle D. Grocke
SIGNATURE:	/gdg/
DATE SIGNED:	06/26/2015

## **Total Attachments: 5**

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# AMENDED AND RESTATED CONFIRMATORY GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS

THIS AMENDED AND RESTATED CONFIRMATORY GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS (as the same may be amended, restated, supplemented or otherwise modified from time to time, the "Confirmatory Grant") is made effective as of June 18, 2015 by and from WORLD PROPERTIES, INC., an Illinois corporation ("Grantor") to and in favor of JPMORGAN CHASE BANK, N.A., for itself and as Administrative Agent for the Secured Parties (as defined in the Credit Agreement referenced below) (in such capacities, "Grantee").

WHEREAS, Rogers Corporation (the "Borrower"), the Lenders, Grantee and certain other parties have entered into a Second Amended and Restated Credit Agreement dated as of the date hereof (as may be amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement").

WHEREAS, Grantor and certain other Subsidiaries of the Borrower have guaranteed the repayment of the Secured Obligations pursuant to a Second Amended and Restated Guaranty dated as of the date hereof (as may be amended, restated, supplemented or otherwise modified from time to time).

WHEREAS, the Borrower, Grantor and certain other Subsidiaries of the Borrower have entered into a Second Amended and Restated Pledge and Security Agreement dated as of the date hereof (as may be amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement").

WHEREAS, Grantor previously entered into a Confirmatory Grant of Security Interest in United States Trademarks, dated as of November 23, 2010 (the "Existing Confirmatory Grant"), and wishes to amend, restate, supersede and replace the terms of the Existing Confirmatory Grants in their entirety by the terms and provisions of this Confirmatory Grant.

WHEREAS, Grantor owns the trademarks listed on <u>Exhibit A</u> attached hereto (the "<u>Trademarks</u>"), which Trademarks are pending or registered with the United States Patent and Trademark Office.

WHEREAS, this Confirmatory Grant has been granted in conjunction with the security interest granted under the Security Agreement to Grantee for the benefit of the Secured Parties. The rights and remedies of Grantee with respect to the security interest granted herein are without prejudice to and are in addition to those set forth in the Security Agreement and the other Loan Documents, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Confirmatory Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is hereby agreed that:

1) <u>Definitions</u>. All capitalized terms not defined herein shall have the respective meaning given to them in the Credit Agreement.

### 2) <u>The Security Interest.</u>

- (a) This Confirmatory Grant is made to secure the satisfactory performance and payment of (i) all the Secured Obligations and (ii) all of the obligations and liabilities of the Subsidiary Guarantors under the Credit Agreement. Upon the payment in full of all Secured Obligations, Grantee shall promptly, upon such satisfaction, execute, acknowledge, and deliver to the Grantor all reasonably requested instruments in writing releasing the security interest in the Trademarks acquired under the Security Agreement and this Confirmatory Grant.
- (b) Grantor hereby grants to Grantee a security interest in (1) all of Grantor's right, title and interest in and to the Trademarks now owned or from time to time after the date hereof owned or acquired by Grantor, together with (2) all proceeds of such Trademarks, (3) the goodwill associated with such Trademarks and (4) all causes of action arising prior to or after the date hereof for infringement of such Trademarks or unfair competition regarding the same.
- 3) <u>Affirmation of Existing Security Interest</u>. Grantor affirms its grant to Grantee of security interest in certain trademarks pursuant to the Existing Confirmatory Grant and agrees that such grant remains in full force and effect and is hereby ratified, reaffirmed and confirmed.
- 4) <u>Counterparts</u>. This Confirmatory Grant may be executed in any number of counterparts and by different parties in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement. Signature pages may be detached from multiple separate counterparts and attached to a single counterpart.
- 5) <u>Governing Law</u>. This Confirmatory Grant and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the law of the State of New York.

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IN WITNESS WHEREOF, Grantor has executed this Confirmatory Grant effective as of the date first written above.

WORLD PROPERTIES, INC.

Name: David Mathieson

Title: Vice President

# CONFIRMATORY GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS

Exhibit A

US Trademarks - World Properties, Inc.

Mark	Application Date	Registration No.	Registration Date
BISCO	3/14/2000	2600075	7/30/2002
COOLSPAN	3/17/2008	3925911	3/1/2011
DERMABAK	11/8/2006	3822229	7/20/2010
DUREL	12/4/1986	1496678	7/19/1988
E/BAK	12/14/2007	3664392	8/4/2009
ENDUR	11/8/1979	1163443	8/4/1981
HEATWAVE	3/17/2008	3636398	6/9/2009
LOPRO	8/29/2008	4358243	6/25/2013
LO-PRO	1/15/1975	1053564	11/30/1976
MEKTRON	4/23/1963	785505	2/23/1965
MISCELLANEOUS DESIGN (R Logo)	12/8/2003	3216229	3/6/2007
MPC	5/30/1997	2169516	6/30/1998
MPC AND DESIGN	3/13/1989	1632804	1/29/1991
NITROPHYL	11/5/1973	998460	11/19/1974
PERMAFRESH	11/6/2008	3765993	3/30/2010
PERMAFRESH	10/31/1988	1540632	5/23/1989
PORON	6/5/1978	1121870	7/10/1979
PORON	2/5/1968	861519	12/10/1968
PORON	4/6/1962	754815	8/20/1963
PORON MEDICAL	7/5/1996	2097169	9/16/1997
R/BAK	2/11/1991	1665667	11/26/1991
R/FLEX	4/1/1983	1324125	3/12/1985
R/FLEX	4/5/2000	2587270	7/2/2002
R/STIK	12/15/1995	2010257	10/22/1996
RO2800	8/20/1990	1653546	8/13/1991
RO3000	4/30/1993	1892592	5/2/1995
RO4000	9/22/1994	2006820	10/8/1996
RT/DUROID	2/3/1998	2225964	2/23/1999
RT/duroid (Stylized)	4/23/1979	1161908	7/21/1981

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Mark	Application Date	Registration No.	Registration Date
RX	8/8/1985	1385622	3/11/1986
THE WORLD RUNS BETTER WITH ROGERS	12/8/2003	3209546	2/13/2007
THETA	2/3/2009	3871067	11/2/2010
THETA AND DESIGN	3/13/2009	3877574	11/16/2010
ТММ	3/18/1991	1675080	2/11/1992
ULTRALAM	9/19/1988	1574972	1/2/1990
XT/DUROID	2/28/2008	3850505	9/21/2010

**RECORDED: 06/26/2015**