

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM352845

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
General Electric Capital Corporation		08/21/2015	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Antares Capital LP		
Street Address:	500 West Monroe		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60661		
Entity Type:	LIMITED PARTNERSHIP: DELAWARE		
PROPERTY NUMBERS Total: 12			
Property Type	Number	Word Mark	
Registration Number:	4138415	AQUILEX	
Registration Number:	3897727	TECHNOLOGY. SAFETY. RESULTS.	
Registration Number:	1522916	CAVIFLOW	
Registration Number:	1540872	SILENTSTEAM	
Registration Number:	1596802	SLUG FLUSH	
Registration Number:	1686780	LANSCO	
Registration Number:	2067032		
Registration Number:	2119023	HYDROCHEM	
Registration Number:	3696715	STARS	
Registration Number:	4190954	TEACH AND CLEAN	
Registration Number:	4080978	ZE-VAC	
Registration Number:	3905283	STARS SYNCHRONIZED TOOLING AND ROBOTICS	
CORRESPONDENCE DATA			
Fax Number:	4045725134		
<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:	404.572.4600		
Email:	ssexton@kslaw.com		
Correspondent Name:	King & Spalding		

CH \$315.00 4138415

TRADEMARK

Address Line 1: 1180 Peachtree St.
Address Line 4: Atlanta, GEORGIA 30309

ATTORNEY DOCKET NUMBER: 09636.015105

NAME OF SUBMITTER: Sally Sexton

SIGNATURE: /sallysexton/

DATE SIGNED: 08/26/2015

Total Attachments: 5

source=Project Atlas (Aquilex) (1)#page1.tif
source=Project Atlas (Aquilex) (1)#page2.tif
source=Project Atlas (Aquilex) (1)#page3.tif
source=Project Atlas (Aquilex) (1)#page4.tif
source=Project Atlas (Aquilex) (1)#page5.tif

**ASSIGNMENT OF INTELLECTUAL PROPERTY
SECURITY AGREEMENTS**

This **ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENTS** (this “Assignment”), dated as of August 21, 2015, is by **GENERAL ELECTRIC CAPITAL CORPORATION** (individually, “GECC”), acting in its capacity as the current and resigning administrative agent (in such capacity, the “Retiring Agent”) and **ANTARES CAPITAL LP**, a Delaware limited partnership (individually, “Antares”), acting in its capacity as the successor administrative agent (in such capacity, the “Successor Agent”).

RECITALS:

WHEREAS, Aquilex LLC and Hydrochem LLC (formerly known as Aquilex Hydrochem LLC) (each, a “Grantor”) and the Retiring Agent are parties to those certain intellectual property security agreements identified in Exhibit A attached hereto (as the same have been and may hereafter be amended, restated, supplemented or otherwise modified from time to time, collectively, the “Agreements”) covering certain intellectual property set forth on Exhibit B attached hereto; and

WHEREAS, pursuant to that certain Omnibus Agency Transfer Agreement by and among GECC, as the Retiring Agent, and Antares, as the Successor Agent, the Retiring Agent has assigned to the Successor Agent all of its rights, remedies, duties and other obligations under, among other documents, the Agreements, in each instance, in its capacity as administrative agent and, if applicable, collateral agent.

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Retiring Agent hereby assigns and transfers to the Successor Agent and its successors and assigns all of its rights, title and interest in and to the Agreements.

This Assignment may be executed in any number of counterparts, each of which when so executed shall be deemed an original and all of which taken together shall constitute one and the same instrument.

– Remainder of Page Intentionally Left Blank; Signature Page Follows –

IN WITNESS WHEREOF, the Retiring Agent and the Successor Agent have caused this Assignment to be duly executed as of the date first above written.

RETIRING AGENT:

**GENERAL ELECTRIC CAPITAL
CORPORATION**

By: 

Name: Alfredo Wang

Title: Duly Authorized Signatory

SUCCESSOR AGENT:

ANTARES CAPITAL LP

By: 

Name: Alfredo Wang

Title: Duly Authorized Signatory

EXHIBIT A

Intellectual Property Security Agreements

Copyright Security Agreement from Hydrochem LLC (formerly known as Aquilex HydroChem LLC) in favor of General Electric Capital Corporation, recorded with the United States Copyright Office on January 8, 2014.

Trademark Security Agreement dated as of December 31, 2013 and filed with the United States Patent and Trademark Office on December 31, 2015 at Reel 5184, Frame 0502.

Patent Security Agreement dated as of December 31, 2013 and filed with the United States Patent and Trademark Office on December 31, 2013 at Reel 031893, Frame 0356.

EXHIBIT B

Intellectual Property

Copyright Registrations

Copyright Registration	Registration Number
HydroChem STARS software	TXU001650997

Trademark Registrations

Trademark Registration	Registration Number
AQUILEX	4,138,415
TECHNOLOGY. SAFETY. RESULTS.	3,897,727
CAVIFLOW	1,522,916
SILENTSTEAM	1,540,872
SLUG FLUSH (Inactive)	1,596,802
LANSCO and design (Inactive)	1,686,780
PUMP design (stylized)	2,067,032
HYDROCHEM	2,119,023
STARS	3,696,715
TEACH AND CLEAN	4,190,954
ZE-VAC	4,080,978
STARS SYNCHRONIZED TOOLING AND ROBOTICS SYSTEM and design	3,905,283

Patent Registrations

Patent Registration	Registration Number
High pressure, water lance handle	D,422,055
Methods and apparatus for chemically cleaning turbines	6,311,704
Methods for foam cleaning combustion turbines	6,478,033
Manifold for use in cleaning combustion turbines	6,491,048
Forced mist cleaning of combustion turbines	6,503,334
Automated heat exchanger tube cleaning assembly and system	8,057,607
Automated heat exchanger tube cleaning assembly and system	8,524,011
Automated heat exchanger tube cleaning assembly and system	8,308,869

Patent Applications

Title¹	Registration Number
--------------------------	----------------------------

¹ Except titles of unpublished patents.

Assignment of Intellectual Property Security Agreement (Aquilex)

--	61/370,748
--	61/383,965
--	12/905,526
--	12/961,902
--	12/961,913
--	12/961,928
--	13/236,077

Assignment of Intellectual Property Security Agreement (Aquilex)

RECORDED: 08/26/2015

**TRADEMARK
REEL: 005609 FRAME: 0875**