

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM354150

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Peerless Mfg. Co.		09/03/2015	CORPORATION: TEXAS
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Administrative Agent		
Street Address:	901 Main Street		
Internal Address:	TX1-492-14-11		
City:	Dallas		
State/Country:	TEXAS		
Postal Code:	75202		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 12			
Property Type	Number	Word Mark	
Registration Number:	1009112	B	
Registration Number:	1021410	BURGESS-MANNING	
Registration Number:	4129197	EDGE	
Registration Number:	2375692	LISP	
Registration Number:	2369075	LISP	
Registration Number:	0942716	P DESIGNERS FABRICATORS	
Registration Number:	3990367	P PEERLESS MFG. CO.	
Registration Number:	1062162	PEERLESS	
Registration Number:	1972099	PEERLESS MFG CO	
Registration Number:	2568075	SPLIT FLAME	
Registration Number:	3081523	SSF TECHNOLOGY	
Registration Number:	3986441	TRIM-NOX	
CORRESPONDENCE DATA			
Fax Number:	7044448857		
<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:	7043432000		
Email:	twitcher@mcguirewoods.com		

OP \$315.00 1009112

Correspondent Name: Terry L. Witcher, Paralegal
Address Line 1: McGuireWoods LLP
Address Line 2: 201 N. Tryon Street, Suite 3000
Address Line 4: Charlotte, NORTH CAROLINA 28202

ATTORNEY DOCKET NUMBER: 2068279-2012

NAME OF SUBMITTER: Terry L. Witcher, Paralegal

SIGNATURE: /s/ Terry L. Witcher

DATE SIGNED: 09/04/2015

Total Attachments: 5

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**NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of August 27, 2013 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Grantors party thereto (each a "Grantor" and collectively, the "Grantors") and BANK OF AMERICA, N.A., as Administrative Agent (in such capacity, the "Administrative Agent") on behalf of the Secured Parties (as defined in the Credit Agreement reference in the Agreement), the undersigned Grantor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown below to the Administrative Agent:

TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark Item</u>	<u>Date of Trademark</u>
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See Schedule 1 attached hereto

TRADEMARK APPLICATIONS

<u>Trademark Applications No.</u>	<u>Description of Trademark Applied for</u>	<u>Date of Trademark Applications</u>
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See Schedule 1 attached hereto

The Grantors and the Administrative Agent hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

PEERLESS MFG. CO.

By: 
Name: Edward J. Prajzner
Title: Chief Financial Officer

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Administrative Agent

By: 

Name: Anthony W. Kell



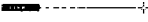
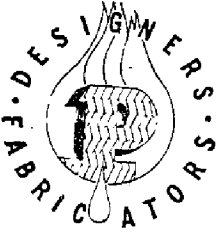
Title: Vice President


NOTICE OF SECURITY INTEREST IN TRADEMARKS
Signature Page

TRADEMARK
REEL: 005617 FRAME: 0629

Schedule 1

Trademarks and Trademark Applications

Mark	Country	Application/ Registration Particulars	Owner	Status
<p>B</p> 	UNITED STATES	<p>App 28-NOV-1973 App 73007430</p> <p>Reg 22-APR-1975 Reg 1009112</p>	PEERLESS MFG. CO.	Registered
BURGESS-MANNING	UNITED STATES	<p>App 24-OCT-1974 App 73035341</p> <p>Reg 30-SEP-1975 Reg 1021410</p>	PEERLESS MFG. CO.	Registered
<p>EDGE</p> 	UNITED STATES	<p>App 03-OCT-2005 App 78725501</p> <p>Reg 17-APR-2012 Reg 4129197</p>	PEERLESS MFG. CO.	Registered
<p>LISP</p> 	UNITED STATES	<p>App 19-SEP-1997 App 75359808</p> <p>Reg 08-AUG-2000 Reg 2375692</p>	PEERLESS MFG. CO.	Registered
LISP	UNITED STATES	<p>App 19-SEP-1997 App 75360070</p> <p>Reg 18-JUL-2000 Reg 2369075</p>	PEERLESS MFG. CO.	Registered
<p>P DESIGNERS FABRICATORS</p> 	UNITED STATES	<p>App 30-DEC-1970 App 72379794</p> <p>Reg 12-SEP-1972 Reg 0942716</p>	PEERLESS MFG. CO.	Registered

P PEERLESS MFG. CO. 	UNITED STATES	App 18-JAN-2008 App 77375281 Reg 05-JUL-2011 Reg 3990367	PEERLESS MFG. CO.	Registered
PEERLESS	UNITED STATES	App 03-APR-1974 App 73017785 Reg 29-MAR-1977 Reg 1062162	PEERLESS MFG. CO.	Registered
PEERLESS MFG CO	UNITED STATES	App 10-AUG-1993 App 74423418 Reg 07-MAY-1996 Reg 1972099	PEERLESS MFG. CO.	Registered
SPLIT FLAME	UNITED STATES	App 10-DEC-1999 App 75868445 Reg 07-MAY-2002 Reg 2568075	PEERLESS MFG. CO.	Registered
SSF TECHNOLOGY SSF TECHNOLOGY	UNITED STATES	App 10-MAY-2005 App 76638421 Reg 18-APR-2006 Reg 3081523	PEERLESS MFG. CO.	Registered
TRIM-NOX TRIM-NOX	UNITED STATES	App 16-OCT-2009 App 77850149 Reg 28-JUN-2011 Reg 3986441	PEERLESS MFG. CO.	Registered