

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM355990

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Assignment of Intellectual Property Security Agreement		
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 W. Monroe Street		
Internal Address:	17th Floor		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60661		
Entity Type:	LIMITED PARTNERSHIP: DELAWARE		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	3325695	USE YOUR GRAY MATTER	
Registration Number:	3345070	TITANIUM SHIELD	
Registration Number:	3786347	TITANIUM	
Registration Number:	3909650	RHINOMAT	
Registration Number:	4391578	RHINOSKIN	
Registration Number:	4391577	PATENTED SURE-FOOT NODULAR WALKING SURFA	
Registration Number:	4395388	SURE-GRIP RIDGED WALKING SURFACE	
Serial Number:	85944732	SHIELD	
CORRESPONDENCE DATA			
Fax Number:	3026365454		
<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:	800-927-9801 x 62348		
Email:	jean.paterson@cscglobal.com		
Correspondent Name:	Corporation Service Company		
Address Line 1:	1090 Vermont Avenue NW, Suite 430		
Address Line 4:	Washington, D.C. 20005		
ATTORNEY DOCKET NUMBER:	793064-015		

CH \$215.00 3325695

NAME OF SUBMITTER:	Jean Paterson
SIGNATURE:	/jep/
DATE SIGNED:	09/23/2015
Total Attachments: 7 source=9-23-15 GE-Antares-4D-TM#page1.tif source=9-23-15 GE-Antares-4D-TM#page2.tif source=9-23-15 GE-Antares-4D-TM#page3.tif source=9-23-15 GE-Antares-4D-TM#page4.tif source=9-23-15 GE-Antares-4D-TM#page5.tif source=9-23-15 GE-Antares-4D-TM#page6.tif source=9-23-15 GE-Antares-4D-TM#page7.tif	

**ASSIGNMENT OF INTELLECTUAL PROPERTY
SECURITY AGREEMENT**

This ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENT (this "Assignment"), dated as of August 21, 2015, is by GENERAL ELECTRIC CAPITAL CORPORATION (individually, "GECC"), acting in its capacity as U.S. Agent for itself and for the U.S. Lenders and as agent for GE CAPITAL CANADA FINANCE INC. ("GE Canada"), the Canadian Agent and the Canadian Lenders and each other Secured Party (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"). All capitalized terms used herein shall have the meanings ascribed to such terms in the credit agreement, dated as of November 1, 2013 between, *inter alios*, InterWrap Investments Inc., together with its successors and permitted assigns, GE Canada and General Electric Capital Corporation (as the same has been and may hereafter be amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement").

RECITALS:

WHEREAS, IBCO SRL, an International Society with Restricted Liability organized in Barbados, as "Grantor", and 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, GE Canada, as the Retiring Agent, and Antares, as Successor Agent, Retiring Agent has assigned to 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, Retiring Agent hereby assigns and transfers to 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.

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IN WITNESS WHEREOF, Retiring Agent and Successor Collateral 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

Trademark Security Agreement dated as of November 1, 2013 and filed with the United States Patent and Trademark Office on November 14, 2013 at Reel 5154, Frame 0179.

Patent Security Agreement dated as of November 1, 2013 and filed with the United States Patent and Trademark Office on November 14, 2013 at Reel 031638, Frame 0602.

EXHIBIT B

Trademark Registrations

I. REGISTERED TRADEMARKS

- i. U.S. Trademark Registration Number 3,325,695 (registered October 30, 2007)) owned by IBCO SRL for the following:

USE YOUR GRAY
MATTER

- ii. U.S. Trademark Registration Number 3,345,070 (registered November 27, 2007)) owned by IBCO SRL for the following:

TITANIUM SHIELD

- iii. U.S. Trademark Registration Number 3,786,347 (registered May 4, 2010) owned by IBCO SRL for the following:

TITANIUM

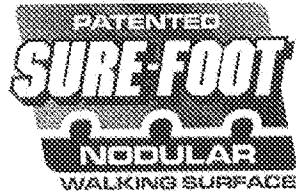
- iv. U.S. Trademark Registration Number 3,909,650 (registered January 25, 2011) owned by IBCO SRL for the following:



- v. U.S. Trademark Registration Number 4,391,578 (registered August 27, 2013) owned by IBCO SRL for the following:



- vi. U.S. Trademark Registration Number 4,391,577 (registered August 27, 2013) owned by IBCO SRL for the following:



- vii. U.S. Trademark Registration Number 4,395,388 (registered September 3, 2013) owned by IBCO SRL for the following:



- viii. Canadian Trade-mark Registration Number TMA763398 for "RHINOMAT" (registered April 7, 2010) owned by IBCO SRL.
- ix. Canadian Trade-mark Registration Number TMA763124 (registered March 31, 2010) owned by IBCO SRL for the following: 1



- x. Canadian Trade-mark Registration Number TMA786869 for "TITANIUM" (granted January 10, 2011) owned by IBCO SRL.
- xi. Canadian Trade-mark Registration Number TMA838496 (granted December 14, 2012) owned by IBCO SRL for the following:



1 This application has been examined by the relevant Indian authority.

2. TRADEMARK APPLICATIONS

- i. U.S. Trademark Application Number 85/944732 for "SHIELD" (filed May 29, 2013) owned by IBCO SRL.
- ii. Canadian Trade-mark Application Number 1607243 (filed December 18, 2012) owned by IBCO SRL for the following:



- iii. Canadian Trade-mark Application Number 1607240 (filed December 18, 2012) owned by IBCO SRL for the following:



- iv. Canadian Trade-mark Application Number 1614581 (filed February 18, 2013) owned by IBCO SRL for the following:



- v. Canadian Trade-mark Application Number 1593753 for "WEATHERPRO" (filed September 11, 2012) owned by IBCO SRL.

Patent Registrations

3. REGISTERED PATENTS

- i. U.S. Patent Number 6,925,766 for Multilayer Slip Resistant Sheet Material (granted August 9, 2005) owned by IBCO SRL.
- ii. U.S. Patent Number 7,132,376 for Multi-Layered Woven Scrim (granted November 7, 2006) owned by IBCO SRL and InterWrap Inc.

- iii. U.S. Patent Number 7,838,445 for Multi-Layer Wrapping Material with Water Vapor-Permeable Inner Layer (granted November 23, 2010) owned by IBCO SRL and InterWrap Inc.
- iv. Canadian Patent Number 2,418,498 for Multilayer Slip Resistant Sheet Material (granted December 18, 2007) owned by IBCO SRL.
- v. Canadian Patent Number 2697230 for Antislip Sheet Material having Tapes and Monofilaments (granted April 10, 2012) owned by IBCO SRL.
- vi. Canadian Patent Number 2702176 for Antislip Sheet Material with Twisted Tapes (granted January 15, 2013) owned by IBCO SRL.

4. PATENT APPLICATIONS

- i. U.S. Patent Application Number 12/680154 for Antislip Sheet Material having Tapes and Monofilaments (filed November 5, 2008) owned by IBCO SRL.
- ii. U.S. Patent Application Number 12/740908 for Antislip Sheet Material with Twisted Tapes (filed November 5, 2008) owned by IBCO SRL.
- iii. U.S. Patent Application Number 13/145735 for Wrapper for Metal Coils (filed January 21, 2010) owned by IBCO SRL.
- iv. U.S. Patent Application Number 13/637323 for Breathable Coated Fabric (filed October 15, 2012) owned by IBCO SRL.
- v. Canadian Patent Application Number 2775083 for Antislip Sheet Material with Twisted Tapes (filed November 5, 2008) owned by IBCO SRL.
- vi. Canadian Patent Application Number 2793037 for Breathable Coated Fabric (filed March 25, 2011) owned by IBCO SRL.