

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM357438

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
HARVEY INDUSTRIES, INC.		10/01/2015	CORPORATION: MASSACHUSETTS
RECEIVING PARTY DATA			
Name:	NEWSTAR FINANCIAL, INC.		
Street Address:	500 Boylston Street		
Internal Address:	Suite 1200		
City:	BOSTON		
State/Country:	MASSACHUSETTS		
Postal Code:	02116		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 21			
Property Type	Number	Word Mark	
Registration Number:	3892209	"H", HARVEY BUILDING PRODUCTS	
Registration Number:	3892211	"H", HARVEY BUILDING PRODUCTS	
Registration Number:	3823413	CLIMATE DEFENSE SYSTEM	
Registration Number:	3592726	HARVEY BUILDING PRODUCTS	
Registration Number:	4348139	HBP PROZONE	
Registration Number:	4654392	PRO BUCKS	
Registration Number:	4654388	PROBUCKS	
Registration Number:	3599695	TRIBUTE	
Registration Number:	3606833	VIGILANCE	
Registration Number:	3606834	VIGILANCE	
Registration Number:	2010299	H HARVEY	
Registration Number:	2010297	H HARVEY	
Registration Number:	2010298	H HARVEY	
Registration Number:	2010296	H HARVEY	
Registration Number:	3661743	WE UNDERSTAND WHAT IT TAKES TO BE PART O	
Registration Number:	4802773	H HARVEY HBP HOMEPRO FINANCING	
Serial Number:	86705330	CLIMATE DEFENSE SYSTEM	
Serial Number:	86634786	BETTERGRAIN	
TRADEMARK			

OP \$540.00 3892209

Property Type	Number	Word Mark
Serial Number:	86648448	HARVEY GUTTER SOLUTIONS
Serial Number:	86649063	HARVEY ROOFING SOLUTIONS
Serial Number:	86648481	HARVEY SIDING SOLUTIONS

CORRESPONDENCE DATA
Fax Number: 7045032622
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: 704 503 2600
Email: vbantug@kslaw.com
Correspondent Name: King & Spalding
Address Line 1: 100 N Tryon Street
Address Line 2: Suite 3900
Address Line 4: Charlotte, NORTH CAROLINA 28202

ATTORNEY DOCKET NUMBER:	18876.015071
NAME OF SUBMITTER:	Vicky R. Bantug
SIGNATURE:	/Vicky R. Bantug/
DATE SIGNED:	10/05/2015

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 Term Loan Credit and Security Agreement, dated as of October 1, 2015 (as the same may be amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement"), by and among Harvey Intermediate, LLC, a Delaware limited liability company ("Holdings"), Harvey Industries, Inc., a Massachusetts corporation (the "Borrower"), certain subsidiaries of the Borrower from time to time party thereto as Guarantors, the various lenders which are now or which hereafter become a party thereto (collectively, the "Lenders") and NewStar Financial, Inc., as agent for the Lenders (in such capacity, the "Agent"), the undersigned (the "Grantor") has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications set forth on Schedule 1 attached hereto to the Agent for the ratable benefit of the Secured Parties. Capitalized terms not herein defined shall have the meaning ascribed to such terms in the Credit Agreement.

The undersigned Grantor and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the trademarks and trademark applications set forth on Schedule 1 attached hereto (i) shall be terminated and released in accordance with and pursuant to the Credit Agreement and (ii) is not to be construed as or deemed to be an assignment of any trademark or trademark application. Upon the termination of the security interest in the trademarks and trademark applications set forth on Schedule 1 attached hereto, pursuant to the terms of the Credit Agreement, the Agent (at the direction of the Required Lenders) shall execute all documents, make all filings and take all other actions necessary to evidence and record the release of the security interests in the trademarks and trademark applications set forth on Schedule 1 attached hereto granted herein.

[Signature Page Follows]

Very truly yours,

HARVEY INDUSTRIES, INC.,
a Massachusetts corporation

By: 

Name: Scott Lassonde

Title: Chief Financial Officer

AGENT:

NEWSTAR FINANCIAL, INC.

By: Brian Forde

Name:

Title:

Brian Forde
NewStar Financial Inc.
Managing Director

SCHEDULE 1**Registered Trademarks:**

Owner	Mark	App. No.	Reg. No.	Reg. Date
Harvey Industries, Inc.	"H" HARVEY BUILDING PRODUCTS and design	77,888,323	3,892,209	12/21/10
Harvey Industries, Inc.	"H" HARVEY BUILDING PRODUCTS and design	77,888,403	3,892,211	12/21/10
Harvey Industries, Inc.	CLIMATE DEFENSE SYSTEM	77,887,887	3,823,413	7/20/10
Harvey Industries, Inc.	HARVEY BUILDING PRODUCTS	77,413,766	3,592,726	3/5/08
Harvey Industries, Inc.	HBP PROZONE	58,699,179	4,348,139	6/4/13
Harvey Industries, Inc.	PRO BUCKS and design	86,222,835	4,654,392	12/9/14
Harvey Industries, Inc.	PROBUCKS	86,220,396	4,654,388	12/9/14
Harvey Industries, Inc.	TRIBUTE	77,357,785	3,599,695	3/31/09
Harvey Industries, Inc.	VIGILANCE	77,272,013	3,606,833	4/14/09
Harvey Industries, Inc.	VIGILANCE	77,272,062	3,606,834	4/14/09
Harvey Industries, Inc.	HARVEY and design	75,037,103	2,010,299	10/22/1996
Harvey Industries, Inc.	HARVEY and design	75,037,101	2,010,297	10/22/1996
Harvey Industries, Inc.	HARVEY and design	75,037,102	2,010,298	10/22/1996
Harvey Industries, Inc.	HARVEY and design	75,037,100	2,010,296	10/22/1996
Harvey Industries, Inc.	WE UNDERSTAND WHAT IT TAKES TO BE PART OF YOUR HOME	77,448,793	3,661,743	7/28/09

Trademark Applications:

Owner	Mark	App. No.	Filing Date
Harvey Industries, Inc.	CLIMATE DEFENSE SYSTEM	86/705,330	7/27/15
Harvey Industries, Inc.	BETTERGRAIN	86/634,786	5/19/15
Harvey Industries, Inc.	HARVEY GUTTER SOLUTIONS	86/648,448	6/2/15
Harvey Industries, Inc.	HARVEY ROOFING SOLUTIONS	86/649,063	6/2/15
Harvey Industries, Inc.	HARVEY SIDING SOLUTIONS	86/648,481	6/2/15
Harvey Industries, Inc.	H HARVEY HBP HOMEPRO FINANCE and design	86/474,375	12/8/14