

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM362186

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
PROCAM CONTROLS, INC>		11/10/2015	CORPORATION: TEXAS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	JOHNSON BANK		
<b>Street Address:</b>	333 East Wisconsin Avenue		
<b>City:</b>	Milwaukee		
<b>State/Country:</b>	WISCONSIN		
<b>Postal Code:</b>	53202		
<b>Entity Type:</b>	Banking Corporation: WISCONSIN		
<b>PROPERTY NUMBERS Total: 9</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4201394	BIOXSAN	
<b>Registration Number:</b>	2725129	FILTERTRAK	
<b>Registration Number:</b>	3837259	FILTERTRAK	
<b>Registration Number:</b>	2367819	FILTERXPRESS	
<b>Registration Number:</b>	3721949	FOUNT-N-KLEER	
<b>Registration Number:</b>	2911570	ISONET	
<b>Registration Number:</b>	2868705	OPTIPURE	
<b>Registration Number:</b>	4089101	SANIT-ICE	
<b>Registration Number:</b>	2816800	SCALEX	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>			
<b>Phone:</b>	414-298-8185		
<b>Email:</b>	tmadmin@reinhardtllaw.com		
<b>Correspondent Name:</b>	Daniel E. Kattman		
<b>Address Line 1:</b>	1000 N Water St.		
<b>Address Line 2:</b>	Suite 1900		
<b>Address Line 4:</b>	Milwaukee, WISCONSIN 53202		
<b>ATTORNEY DOCKET NUMBER:</b>	016210-0309		

CH \$240.00 4201394

<b>NAME OF SUBMITTER:</b>	Daniel E. Kattman
<b>SIGNATURE:</b>	/dek/
<b>DATE SIGNED:</b>	11/12/2015
<b>Total Attachments: 5</b> source=Notice of Security Interest in Trademarks (Aquion_Procam) (Executed 11.10.15)#page1.tif source=Notice of Security Interest in Trademarks (Aquion_Procam) (Executed 11.10.15)#page2.tif source=Notice of Security Interest in Trademarks (Aquion_Procam) (Executed 11.10.15)#page3.tif source=Notice of Security Interest in Trademarks (Aquion_Procam) (Executed 11.10.15)#page4.tif source=Notice of Security Interest in Trademarks (Aquion_Procam) (Executed 11.10.15)#page5.tif	

## NOTICE OF SECURITY INTEREST IN TRADEMARKS

Dated: November 10, 2015

THIS NOTICE OF SECURITY INTEREST IN TRADEMARKS is made by and between PROCAM CONTROLS, INC., a Texas corporation with its principal place of business located at 2605 Technology Drive, Suite 300, Plano, Texas 75074 (the "Company"), and JOHNSON BANK, as administrative agent (the "Agent") with a place of business and address at 333 East Wisconsin Avenue, Milwaukee, Wisconsin 53202.

The parties acknowledge and agree as follows:

A. On the date hereof, the Company joined that certain General Intangibles Security Agreement dated as of December 4, 2013 (as it may be amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement"), by and among CLEARWATER TECH, L.L.C., a Delaware limited liability company, and AQUION, INC., a Delaware corporation, and the Agent;

B. The Company has adopted, used and is using its respective trademarks listed on Exhibit A attached hereto (the "Trademarks"), which Trademarks are registered with or applications therefore are pending before, the United States Patent and Trademark Office;

C. Pursuant to the Security Agreement, the Company hereby grants to the Agent a security interest in and to all of the Trademarks, and in and to all proceeds and benefits thereof; and

D. Capitalized terms not defined herein shall have their meaning as set forth in the Security Agreement.

[signature page follows]

Dated as of the date first written above.

PROCAM CONTROLS, INC., a Texas corporation

By: Edward Meil  
Name: Edward Meil  
Title: Treasurer

JOHNSON BANK, as Administrative Agent

BY \_\_\_\_\_  
Name: Robert A. Nielsen  
Title: Senior Vice President

Signature Page to Notice of Security Interest in Trademarks

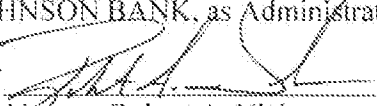
**TRADEMARK**  
**REEL: 005667 FRAME: 0583**

Dated as of the date first written above.

PROCAM CONTROLS, INC., a Texas corporation

By: \_\_\_\_\_  
Name: Edward Meil  
Title: Treasurer

JOHNSON BANK, as Administrative Agent

BY:  \_\_\_\_\_  
Name: Robert A. Nielsen  
Title: Senior Vice President

Signature Page to Notice of Security Interest in Trademarks

**TRADEMARK**  
**REEL: 005667 FRAME: 0584**

EXHIBIT A

TRADEMARKS

Trademark	Reg./Ser. No.	Reg. / Filing	Goods/Services	Owner
BIOXSAN	RN: 4201394 SN: 85491865	<b>Registered:</b> September 4, 2012 <b>Filed:</b> December 9, 2011	(Int'l Class: 05) microbial growth inhibitor in the nature of a biocidal device made of foam coated with copper and zinc for treating the growth of biological organisms in water tanks	Procam Controls, Inc.
FILTERTRAK	RN: 2725129 SN: 76182524	<b>Registered:</b> June 10, 2003 <b>Filed:</b> December 18, 2000	(Int'l Class: 09) computer software for automated filter cartridge management and replacement (Int'l Class: 42) Cancelled - Sec. 8 [ computer services, namely, providing temporary use of on-line non downloadable software for automated filter cartridge management and replacement ]	Procam Controls, Inc.
FILTERTRAK	RN: 3837259 SN: 77901669	<b>Registered:</b> August 24, 2010 <b>Filed:</b> December 28, 2009	(Int'l Class: 37) maintenance of fluid filtration systems for others (Int'l Class: 42) technological consultation services in the technology field of fluid filtration systems	Procam Controls, Inc.
FILTERXPRESS	RN: 2367819 SN: 75599557	<b>Registered:</b> July 18, 2000 <b>Filed:</b> December 4, 1998	(Int'l Class: 11) water filtration systems namely water filtration cartridges, pressure gauges, activating valve and water conditioning cartridges and replacement parts therefore, for use in the graphic arts, photographic, food service, water treatment, printing and medical imaging industries	Procam Controls, Inc.
FOUNT-N-KLEER	RN: 3721949 SN: 77735261	<b>Registered:</b> December 8, 2009 <b>Filed:</b> May 12, 2009	(Int'l Class: 11) filtration systems for use with printing presses or other printing machines, namely, filter units for filtering fluids in the nature of fountain solutions, printing press damping solutions, and washing solutions	Procam Controls, Inc.

<b>Trademark</b>	<b>Reg./Ser. No.</b>	<b>Reg. / Filing</b>	<b>Goods/Services</b>	<b>Owner</b>
ISONET	RN: 2911570 SN: 76543022	<b>Registered:</b> December 14, 2004 <b>Filed:</b> August 25, 2003	(Int'l Class: 11) water treatment devices for positioning scale-inhibiting water treatment chemical solids within water filters	Procam Controls, Inc.
OPTIPURE	RN: 2868705 SN: 76506832	<b>Registered:</b> August 3, 2004 <b>Filed:</b> April 16, 2003	(Int'l Class: 11) water treatment equipment, namely, water filters for the food service industry	Procam Controls, Inc.
SANIT-ICE	RN: 4089101 SN: 85287953	<b>Registered:</b> January 17, 2012 <b>Filed:</b> April 6, 2011	(Int'l Class: 11) devices for inhibiting the growth of biological organisms in ice machines	Procam Controls, Inc.
SCALEX	RN: 2816800 SN: 76506833	<b>Registered:</b> February 24, 2004 <b>Filed:</b> April 16, 2003	(Int'l Class: 11) water treatment equipment, namely, cartridge filtration units	Procam Controls, Inc.