

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM372464

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF SECURITY INTEREST IN TRADEMARK COLLATERAL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
JPMORGAN CHASE BANK, N.A., AS ADMINISTRATIVE AGENT		02/04/2016	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	CORTLAND CAPITAL MARKET SERVICES LLC, AS ADMINISTRATIVE AGENT		
Street Address:	225 W. Washington Street, 21st Floor		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60606		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3420027	WILLBROS	
Registration Number:	3420028	W WILLBROS	
Registration Number:	2122816	RENU	
CORRESPONDENCE DATA			
Fax Number:	6175269899		
<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:	6175269628		
Email:	cslattery@proskauer.com		
Correspondent Name:	Christine Slattery		
Address Line 1:	Proskauer Rose LLP		
Address Line 2:	One International Place		
Address Line 4:	Boston, MASSACHUSETTS 02110		
ATTORNEY DOCKET NUMBER:	43082/030		
NAME OF SUBMITTER:	Christine Slattery		
SIGNATURE:	/Christine Slattery/		
DATE SIGNED:	02/09/2016		

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Total Attachments: 4

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ASSIGNMENT OF SECURITY INTEREST IN TRADEMARK COLLATERAL

ASSIGNMENT dated as of February 4, 2016, from **JPMORGAN CHASE BANK, N.A.**, a national banking association, as Administrative Agent for the Secured Parties (in such capacity as Administrative Agent, the “Existing Agent”), to **CORTLAND CAPITAL MARKET SERVICES LLC**, a Delaware limited liability company, as the successor Administrative Agent for the Secured Parties effective as of February 4, 2016 (together with its successors and assigns, the “Successor Agent”), with an address of 225 W. Washington Street, 21st Floor, Chicago, IL 60606. All terms capitalized but not otherwise defined herein shall have the meanings as in the Trademark Security Agreement as defined below.

W I T N E S S E T H:

WHEREAS, pursuant to that certain Grant of Security Interest in Trademark Rights, dated as of December 15, 2014 by Willbros Group, Inc., a Delaware corporation, and the other Loan Parties signatory thereto (the “Grantors”) in favor of the Existing Agent, recorded with the Trademark Assignment Division of the United States Patent and Trademark Office on December 16, 2014 at Reel 5419, Frame 0936 (the “Trademark Security Agreement”), the Grantors granted a security interest to the Existing Agent for the ratable benefit of the Secured Parties in certain Trademarks and Trademark Licenses including those Trademarks and Trademark Licenses set forth on Schedule 1 hereto (the “Trademark Collateral”); and

WHEREAS, the Existing Agent has assigned all of its rights, powers and privileges as Administrative Agent under the Trademark Security Agreement to the Successor Agent; and

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and upon the terms set forth in this Assignment, the Existing Agent hereby acknowledges and agrees as follows:

1. Definitions. Unless otherwise defined herein or the context otherwise requires, terms used in this Assignment have the meanings provided or provided by reference in the Trademark Security Agreement. The term “Trademark Collateral” includes, without limitation, those items listed on Schedule 1 hereto.
2. Assignment of Security Interest. The Existing Agent hereby assigns all of its rights, powers and privileges under the Trademark Security Agreement, including those with respect to the Trademark Collateral, to the Successor Agent.
3. Further Assurances. Subject to the terms of that certain Resignation of Agent and Appointment of Agent Agreement, dated as of February 4, 2016, the Existing Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect this Assignment.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has executed this Assignment of Security Interest in Trademarks by its duly authorized officer as of the date first written above.

EXISTING AGENT:

JPMORGAN CHASE BANK, N.A.

By: George Kalvatis
Name: George Kalvatis
Title: Authorized Representative

[ASSIGNMENT OF SECURITY INTEREST IN TRADEMARK COLLATERAL]

TRADEMARK
REEL: 005726 FRAME: 0930

Accepted and Agreed:

SUCCESSOR AGENT:

CORTLAND CAPITAL MARKET SERVICES LLC

By: 

Name: **Polina Arsenyeva**

Title: **Associate Counsel**


[ASSIGNMENT OF SECURITY INTEREST IN TRADEMARK COLLATERAL]

TRADEMARK
REEL: 005726 FRAME: 0931

Schedule 1

U.S. Trademark Registrations and Applications

Trademarks/Service marks granted by the US Patent and Trademark Office:

<u>Registered Owner/Grantor</u>	<u>Mark</u>	<u>Date of Registration</u>	<u>Registration Number</u>	<u>Country/Class</u>
Willbros Group, Inc.	WILLBROS	4/29/2008	3,420,027	USA
Willbros Group, Inc.		4/29/2008	3,420,028	USA
Trafford Corporation	RENU	12/23/1997 Renewal: 12/23/2016	2122816	USA IC37

Trademark Licenses

None