

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM383032

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	RELEASE AGREEMENT
RESUBMIT DOCUMENT ID:	900361474
SEQUENCE:	2

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH, as Collateral Agent		04/05/2016	BANK: SWITZERLAND

RECEIVING PARTY DATA

Name:	SPECTRUM LLC (F/K/A M&FC HOLDING LLC)
Street Address:	8601 SIX FORKS ROAD, SUITE 700
City:	RALEIGH
State/Country:	NORTH CAROLINA
Postal Code:	27615
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 42

Property Type	Number	Word Mark
Registration Number:	3829273	COMMANDLINK
Serial Number:	77723594	ACCUWAVE
Serial Number:	77806479	FLEXNET
Serial Number:	77939035	CUBIX
Serial Number:	77939083	CUBIX
Registration Number:	0735984	SR
Registration Number:	0732941	SMITH-BLAIR
Registration Number:	1160616	MAXI-GRIP
Registration Number:	1234283	REDI-CLAMP
Registration Number:	1361623	ACT-PAK
Registration Number:	1475682	TOUCHREAD
Registration Number:	1459076	FIRELINE
Registration Number:	1744309	SENSUS
Registration Number:	1655309	S
Registration Number:	1744310	S SENSUS
Registration Number:	1665646	RV

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	1914127	AUTOREAD
Registration Number:	2082019	MULTIREAD
Registration Number:	1833253	RADIOREAD
Registration Number:	2192702	AUTOVU
Registration Number:	2446694	SB
Registration Number:	2260662	TOUCHREADER
Registration Number:	2369271	QUANTUM
Registration Number:	2845095	FLEXI-COAT
Registration Number:	3848126	SMARTPOINT
Registration Number:	3787932	UNIPRO
Registration Number:	3845969	IPERL
Registration Number:	2827635	ICON
Registration Number:	2686806	QUADRICORR
Registration Number:	2819604	ICON
Registration Number:	2895107	ICON
Registration Number:	3086122	ADVANCED METERING DATA SYSTEMS
Registration Number:	2958250	AMDS
Registration Number:	3261807	ICONFIG
Registration Number:	3250444	AMDS
Registration Number:	1216230	AUTO-ADJUST
Registration Number:	0618510	FULL CIRCLE
Registration Number:	3453855	WATER JOURNAL
Registration Number:	2548546	SONIX
Registration Number:	3892000	SENSUS
Registration Number:	1648038	EQUIMETER
Registration Number:	1650036	EQUIMETER

CORRESPONDENCE DATA

Fax Number: 8668265420

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: 301-638-0511

Email: ipresearchplus@comcast.net

Correspondent Name: IP Research Plus, Inc.

Address Line 1: 21 Tadcaster Circle

Address Line 2: attn: Penelope J.A. Agodoa

Address Line 4: Waldorf, MARYLAND 20602

ATTORNEY DOCKET NUMBER: CRS1-41037

NAME OF SUBMITTER: Penelope J.A. Agodoa

SIGNATURE:	/pja/
DATE SIGNED:	05/04/2016
Total Attachments: 7 source=41037#page1.tif source=41037#page2.tif source=41037#page3.tif source=41037#page4.tif source=41037#page5.tif source=41037#page6.tif source=41037#page7.tif	

RELEASE OF SECOND LIEN TRADEMARK SECURITY INTEREST, dated as of April 5, 2016 (this "**Release**"), by CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH ("**Credit Suisse**"), as Collateral Agent (the "**Collateral Agent**"). Capitalized terms used herein and not otherwise defined shall have the meanings assigned to such terms in the Credit Agreement or the Guarantee and Collateral Agreement, as applicable, referred to below.

Reference is made to (i) the Second Lien Credit Agreement dated as of May 9, 2011 (as amended, supplemented or otherwise modified from time to time prior to the date hereof, the "**Credit Agreement**"), among SENSUS (BERMUDA 2) LTD. (subsequently known as Sensus Worldwide Limited) ("**Holdings**"), SENSUS USA INC. (the "**Borrower**"), the Lenders named therein ("the **Lenders**") and Credit Suisse AG, as administrative agent and collateral agent, (ii) the Second Lien Guarantee and Collateral Agreement dated as of May 9, 2011 (as amended, supplemented or otherwise modified from time to time, the "**Guarantee and Collateral Agreement**"), among Holdings, the Borrower, the subsidiaries of the Borrower identified therein and the Collateral Agent and (iii) the Second Lien Trademark Security Agreement dated as of May 9, 2011 among Holdings, the Borrower, the subsidiary of the Borrower listed on Schedule I hereto (collectively, the "**Grantors**") and the Collateral Agent (the "**Trademark Security Agreement**" and, together with the Guarantee and Collateral Agreement, the "**Security Agreements**").

WHEREAS, pursuant to the Credit Agreement and the Security Agreements, each Grantor has granted security interests to the Collateral Agent, its successors and assigns, for the ratable benefit of the Secured Parties in, among other things, the trademarks and the trademark applications of the Grantors set forth on Schedule II hereto (the "**Trademarks**"), which security interests were recorded with the United States Patent & Trademark Office on June 13, 2011, at Reel/Frame 004560/0009.

WHEREAS, in connection with the repayment of all Indebtedness and the termination of all Commitments under the Credit Agreement, and the release of security interests under the Loan Documents, each Grantor has informed the Administrative Agent and the Collateral Agent of its desire to obtain the release of all right, title and interest of the Collateral Agent, for the benefit of Secured Parties and each other grantee or beneficiary, in and to the Trademarks granted under the Security Agreements.

NOW, THEREFORE, in exchange for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Collateral Agent does hereby release, cancel, relinquish and discharge any and all security interests it has against the Trademarks and reassigns all right, title and interest it has in the Trademarks to the applicable Grantor. The Collateral Agent agrees to make filings with the United States Patent and Trademark Office and take further actions, in each case as reasonably requested by the Grantors and at the sole expense of the Grantors, to evidence the release and termination of the Collateral Agent's security interests in the Trademarks. The execution and delivery of this release and any further documents and the performance of any actions by the Collateral Agent are made without representation or warranty by, or recourse to, the Collateral Agent or any other Secured Party.

THIS RELEASE SHALL BE GOVERNED BY AND CONSTRUED IN ACCORDANCE WITH THE LAWS OF THE STATE OF NEW YORK AND SHALL BE BINDING UPON THE GRANTORS' AND THE COLLATERAL AGENT'S REPRESENTATIVES, SUCCESSORS, ASSIGNS AND TRANSFEREES.

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IN WITNESS WHEREOF, the Collateral Agent has duly executed this Release as of the day and year first above written.

CREDIT SUISSE AG, CAYMAN
ISLANDS BRANCH, as Collateral Agent,

by



Name: Judith E. Smith
Title: Authorized Signatory

by



Name: D. Andrew Maletta
Title: Authorized Signatory

[Signature Page to Release of Second Lien Trademark Security Interest]

[[3589612]]

TRADEMARK
REEL: 005782 FRAME: 0492

Schedule I

<u>Name of Subsidiary Grantor</u>	<u>Jurisdiction of Organization</u>	<u>Form of Organization</u>
Sensus Spectrum LLC	Delaware	Limited Liability Company

Schedule II

SENSUS USA INC.

Trademarks

Owner	Status	Country Name	Trademark Name	Application Number	Application Date	Registration Number	Registration Date
Invensys Metering Systems – North America, Inc.	registered	CTM	SONIX	3293529	31-Jul-2003	3293529	21-Feb-2005

Trademark Licenses

None.

Sensus Spectrum LLC

U.S. Trademark Registrations and Applications

Owner	Status	Country Name	Trademark Name	Application Number	Application Date	Registration Number	Registration Date
M&FC Holding, LLC	filed	US	COMMANDLINK	77723593	28-Apr-2009	3829273	3-Aug-2010
M&FC Holding, LLC	filed	US	ACCUWAVE	77723594	28-Apr-2009		
Sensus Spectrum	filed	US	FLEXNET	77/806,479	17-Aug-2009		
Sensus Spectrum	Filed (ITU)	US	CUBIX	77939035	18-Feb-2010		
Sensus Spectrum	Filed (ITU)	US	CUBIX and Design	77939083	17-Feb-2010		
M&FC Holding, LLC	registered	US	SR	72119424	04-MAY-1961	735984	14-AUG-1962
M&FC Holding, LLC	registered	US	SMITH-BLAIR	72124683	25-JUL-1961	732941	19-JUN-1962
M&FC Holding, LLC	registered	US	MAXI-GRIP Stylized Letters	73234823	11-OCT-1979	1160616	14-JUL-1981
M&FC Holding, LLC	registered	US	REDI-CLAMP	73332660	15-OCT-1981	1234283	12-APR-1983
M&FC Holding, LLC	registered	US	ACT-PAK	73530897	05-APR-1985	1361623	24-SEP-1985
M&FC Holding, LLC	registered	US	TOUCHREAD	73618909	08-SEP-1986	1475682	09-FEB-1988
M&FC Holding, LLC	registered	US	FIRELINE	73648697	09-MAR-1987	1459076	29-SEP-1987

M&FC Holding, LLC	register ed	US	SENSUS	74049353	13-APR-1990	1744309	05-JAN-1993
M&FC Holding, LLC	register ed	US	S Design	74049796	13-APR-1990	1655309	03-SEP-1991
M&FC Holding, LLC	register ed	US	S SENSUS and Design	74049811	13-APR-1990	1744310	05-JAN-1993
M&FC Holding, LLC	register ed	US	RV Stylized Letters	74090226	21-AUG-1990	1665646	26-NOV-1991
M&FC Holding, LLC	register ed	US	AUTOREAD	74411706	09-JUL-1993	1914127	22-AUG-1995
M&FC Holding, LLC	register ed	US	MULTIREAD	74656446	05-APR-1995	2082019	22-JUL-1997
M&FC Holding, LLC	register ed	US	RADIOREAD	74801608	27-FEB-1992	1833253	26-APR-1994
M&FC Holding, LLC	register ed	US	AUTOVU	75203040	22-NOV-1996	2192702	29-SEP-1998
M&FC Holding, LLC	register ed	US	SB Stylized Letters	75413196	02-JAN-1998	2446694	24-APR-2001
M&FC Holding, LLC	register ed	US	TOUCHREADER	75429616	05-FEB-1998	2260662	13-JUL-1999
M&FC Holding, LLC	register ed	US	QUANTUM	75496896	05-JUN-1998	2369271	18-JUL-2000
M&FC Holding, LLC	register ed	US	FLEXI-COAT	75599166	03-DEC-1998	2845095	25-MAY-2004
M&FC Holding, LLC	register ed	US	SMARTPOINT	77066954	19-DEC-2006	3848126	4-Sep-2010
M&FC Holding, LLC	register ed	US	UNIPRO	77468713	07-MAY-2008	3787932	
M&FC Holding, LLC	register ed	US	IPERL	77655978	24-JAN-2009	3845969	7-Sep-2010
M&FC Holding, LLC	register ed	US	ICON	78115490	18-MAR-2002	2827635	30-MAR-2004
M&FC Holding, LLC	register ed	US	QUADRICORR	78129519	17-MAY-2002	2686806	11-FEB-2003
M&FC Holding, LLC	register ed	US	ICON	78149779	01-AUG-2002	2819604	02-MAR-2004
M&FC Holding, LLC	register ed	US	ICON and Design	78149811	01-AUG-2002	2895107	19-OCT-2004
M&FC Holding, LLC	register ed	US	ADVANCED METERING DATA SYSTEMS	78275099	16-JUL-2003	3086122	25-APR-2006
M&FC Holding, LLC	register ed	US	AMDS	78275370	17-JUL-2003	2958250	31-MAY-2005
M&FC Holding, LLC	register ed	US	ICONFIG	78275493	17-JUL-2003	3261807	10-JUL-2007
M&FC Holding, LLC	register ed	US	AMDS and Design	78559023	02-FEB-2005	3250444	12-JUN-2007
M&FC Holding, LLC	REGISTERED Supplemental Register	US	AUTO-ADJUST	73322532	06-AUG-1981	1216230	09-NOV-1982

M&FC Holding, LLC	REGISTERED Section 2(F)	US	FULL CIRCLE	71684249	25-MAR-1955	618510	03-JAN-1956
M&FC Holding, LLC	REGISTERED Section 2(F)	US	WATER JOURNAL	78951961	15-AUG-2006	3453855	24-JUN-2008
M&FC Holding, LLC	REGISTERED Supplemental Register	US	SONIX	75700854	07-MAY-1999	2548546	12-MAR-2002
Sensus Spectrum LLC	registered	US	Sensus Logo	77857309	21-Dec-2010	3892000	21-Dec-2010
Sensus Spectrum LLC	registered	US	EQUIMETER	74081374	23-JUL-1990	1648038	18-JUN-1991
Sensus Spectrum LLC	registered	US	EQUIMETER and Design	74081375	23-JUL-1990	1650036	09-JUL-1991

Trademark Licenses

None.