

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM447350

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Notice of Grant of Security Interest in Intellectual Property		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
Montrose Environmental Group, Inc.		09/29/2017	Corporation: DELAWARE
EDM CONSULTING, L.L.C.		09/29/2017	Limited Liability Company: DELAWARE
De Par, Inc.		09/29/2017	Corporation: CALIFORNIA
Air Compliance Testing, Inc.		09/29/2017	Corporation: OHIO
Montrose Environmental Corporation		09/29/2017	Corporation: DELAWARE
Avogadro Environmental Corporation		09/29/2017	Corporation: PENNSYLVANIA
Delta Air Quality Services, Inc.		09/29/2017	Corporation: CALIFORNIA
Air/Compliance Consultants, Inc.		09/29/2017	Corporation: PENNSYLVANIA
Class One Technical Services, Inc.		09/29/2017	Corporation: NEW MEXICO
ARI Environmental, Inc.		09/29/2017	Corporation: ILLINOIS
Enthalpy Analytical, LLC		09/29/2017	Limited Liability Company: DELAWARE
Avanti Environmental, Inc.		09/29/2017	Corporation: CALIFORNIA
Montrose Air Quality Services, LLC		09/29/2017	Limited Liability Company: DELAWARE
ES Engineering Services, LLC		09/29/2017	Limited Liability Company: DELAWARE
Nautilus Environmental, Inc.		09/29/2017	Corporation: CALIFORNIA
Airtech Environmental Services, Inc.		09/29/2017	Corporation: ILLINOIS
FRS Environmental Remediation, Inc.		09/29/2017	Corporation: FLORIDA
BT Environmental Consulting, Inc.		09/29/2017	Corporation: MICHIGAN
Montrose Environmental Solutions, LLC		09/29/2017	Limited Liability Company: DELAWARE
Montrose Measurements and Analytics, LLC		09/29/2017	Limited Liability Company: DELAWARE
Montrose Services, LLC		09/29/2017	Limited Liability Company: DELAWARE

CH \$215.00 4018492

**RECEIVING PARTY DATA**

<b>Name:</b>	CM Agency, LLC
<b>Street Address:</b>	601 Lexington Avenue
<b>Internal Address:</b>	26th Floor
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10022
<b>Entity Type:</b>	Limited Liability Company: DELAWARE

**PROPERTY NUMBERS Total: 8**

Property Type	Number	Word Mark
<b>Registration Number:</b>	4018492	AIR COMPLIANCE TESTING
<b>Registration Number:</b>	3238673	AVOGADRO ENVIRONMENTAL CORPORATION
<b>Registration Number:</b>	4644317	EA ENTHALPY ANALYTICAL, INC.
<b>Registration Number:</b>	2829275	EA ENTHALPY ANALYTICAL, INC.
<b>Registration Number:</b>	2128735	TDT AIR SCAN
<b>Registration Number:</b>	1148142	ENVIROPLAN
<b>Registration Number:</b>	4819125	ES ENVIRONMENTAL SERVICES
<b>Registration Number:</b>	5013422	ES ENGINEERING

**CORRESPONDENCE DATA**

**Fax Number:** 4125621041

*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:** 412-562-1637

**Email:** vicki.cremonese@bipc.com

**Correspondent Name:** Michael L. Dever

**Address Line 1:** 301 Grant Street

**Address Line 2:** 20th Floor

**Address Line 4:** Pittsburgh, PENNSYLVANIA 15219

**ATTORNEY DOCKET NUMBER:** 0089746-000003

**NAME OF SUBMITTER:** Michael L. Dever

**SIGNATURE:** /Michael L. Dever/

**DATE SIGNED:** 10/16/2017

**Total Attachments: 7**

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NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
INTELLECTUAL PROPERTY

United States Patent and Trademark Office  
United States Copyright Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of September 29, 2017 (as the same may be amended, modified, restated or supplemented from time to time, the “Agreement”) by and among the Obligor from time to time party thereto (each an “Obligor” and collectively, the “Obligors”) and CM AGENCY, LLC, as Administrative Agent (the “Administrative Agent”) for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted to the Administrative Agent, for the benefit of the holders of the Secured Obligations, a continuing security interest in any and all right, title and interest of such Obligor in and to the (a) patents and patent applications, (b) trademarks and trademark applications and (c) copyrights and copyright applications shown on Schedule 1 attached hereto, whether now owned or existing or owned, acquired, or arising hereafter.

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the patents, patent applications, trademarks, trademark applications, copyrights and copyright applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any patent, patent application, trademarks, trademark applications, copyrights or copyright applications.

Each undersigned Obligor and the Administrative Agent agree to supplement this notice by preparing and filing a supplemental Schedule 1 to include any future patents, patent applications, trademark applications, trademarks, copyrights or copyright applications and the provisions of the Agreement and this notice shall apply thereto

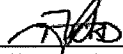
The terms of Sections 11.14 and 11.15 of the Credit Agreement, with respect to governing law, submission to jurisdiction, venue and waiver of jury trial are incorporated herein by reference, *mutatis mutandis*, and the parties hereto agree to such terms.

[Signature Pages follow]

[SIGNATURE PAGE TO NOTICE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY]


Very truly yours,

**MONTROSE ENVIRONMENTAL GROUP, INC.**,  
a Delaware corporation

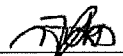
By:   
Name: Allan Dicks  
Title: Chief Financial Officer

**EDM CONSULTING, L.L.C.**, a Delaware limited liability company

By: Montrose Air Quality Services, LLC  
Its: Member

By:   
Name: Allan Dicks  
Title: Treasurer


**DE PAR, INC.**, a California corporation  
**AIR COMPLIANCE TESTING, INC.**, an Ohio corporation  
**MONTROSE ENVIRONMENTAL CORPORATION**, a Delaware corporation  
**AVOGADRO ENVIRONMENTAL CORPORATION**, a Pennsylvania corporation  
**DELTA AIR QUALITY SERVICES, INC.**, a California corporation  
**AIR/COMPLIANCE CONSULTANTS, INC.**, a Pennsylvania corporation  
**CLASS ONE TECHNICAL SERVICES, INC.**, a New Mexico corporation  
**ARI ENVIRONMENTAL, INC.**, an Illinois corporation  
**ENTHALPY ANALYTICAL, LLC**, a Delaware limited liability company  
**AVANTI ENVIRONMENTAL, INC.**, a California corporation  
**MONTROSE AIR QUALITY SERVICES, LLC**, a Delaware limited liability company  
**ES ENGINEERING SERVICES, LLC**, a Delaware limited liability company  
**NAUTILUS ENVIRONMENTAL, INC.**, a California corporation  
**AIRTECH ENVIRONMENTAL SERVICES, INC.**, an Illinois corporation  
**FRS ENVIRONMENTAL REMEDIATION, INC.**, a Florida corporation  
**BT ENVIRONMENTAL CONSULTING, INC.**, a Michigan corporation

By:   
Name: Allan Dicks  
Title: Treasurer

[SIGNATURE PAGE TO NOTICE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY]

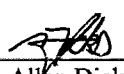
**MONTROSE ENVIRONMENTAL SOLUTIONS, LLC**, a Delaware limited liability company

By: Montrose Environmental Group, Inc.  
Its: Member

By:  \_\_\_\_\_  
Name: Allan Dicks  
Title: Chief Financial Officer

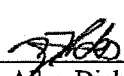
**MONTROSE MEASUREMENTS AND ANALYTICS, LLC**, a Delaware limited liability company

By: Montrose Environmental Group, Inc.  
Its: Member

By:  \_\_\_\_\_  
Name: Allan Dicks  
Title: Chief Financial Officer

**MONTROSE SERVICES, LLC**, a Delaware limited liability company

By: Montrose Environmental Group, Inc.  
Its: Member

By:  \_\_\_\_\_  
Name: Allan Dicks  
Title: Chief Financial Officer

[SIGNATURE PAGE TO NOTICE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY]

Acknowledged and Accepted:

CM AGENCY, LLC,  
as Administrative Agent



By: \_\_\_\_\_

Name: Rocco Del Guercio

Title: Authorized Signatory

**SCHEDULE 1**

**Montrose Air Quality Services, LLC**

- **Moledac**, U.S. Copyright Registration Number TX0007546225

**Air Compliance Testing, Inc.**

<b>Trademark</b>	<b>Reg. No.</b>	<b>Reg. Date</b>
AIR COMPLIANCE TESTING	4018492	08/30/11

**Avogadro Environmental Corporation**

<b>Trademark</b>	<b>Reg. No.</b>	<b>Reg. Date</b>
AVOGADRO ENVIRONMENTAL CORPORATION	3238673	05/08/07

**Enthalpy Analytical, LLC**

<b>Trademark</b>	<b>Reg. No.</b>	<b>Reg. Date</b>
EA ENTHALPY ANALYTICAL, INC. (black/white)	4644317	November 25, 2014
EA ENTHALPY ANALYTICAL, INC. (color)	2829275	April 6, 2014

<b>Patent</b>	<b>Reg. No.</b>	<b>Issue Date</b>
Encapsulated Sorbent Tube	7566421	July 28, 2009



Trademark	Reg. No.	Reg. Date
TDI AIR SCAN	2128735	January 13, 1998

**EDM Consulting, L.L.C.**

US Patent No. 8,505,356 B2

Issue date August 13, 2013

Title: Apparatus and Calibration Method for Cup Anemometers Having Non-Removable Cupsets

Registered Trademarks

Trademark	Reg. No.	Registration Date
ENVIROPLAN	1,148,142	March 3, 1981

**ARI Environmental, Inc.**

Copyright Title	Reg. No.	Date
Feldar.	TX0005445956	2001
FELDAR 97 software system.	TX0004588548	1997
FELDAR software system: Fugitive emissions leak detection and repair.	TX0004681538	1993
Field datalogger monitoring system.	TX0003492270	1993

Fugitive emissions data system.	TX0003487522	1993
Fugitive emissions monitoring management system.	TX0003480065	1993

**ES Engineering Services, LLC**

Environment	Reg. No.	Registration Date
ES Environmental Services (and Design)	4819125	9/22/2015
ES Engineering	5013422	Aug. 02, 2016