

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM456099

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
FRANKLIN PAINT COMPANY, INC.		12/27/2017	Corporation: MASSACHUSETTS
RECEIVING PARTY DATA			
Name:	BLUE HILLS BANK		
Street Address:	500 River Ridge Drive, Suite 300		
City:	Norwood		
State/Country:	MASSACHUSETTS		
Postal Code:	02062		
Entity Type:	Bank: MASSACHUSETTS		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Registration Number:	4074365	FRANKLIN PAINT	
Registration Number:	4074074	HYDROPHAST	
Registration Number:	4073930	FRANKLIN PAINT	
Registration Number:	2807120	HALF TIME	
Registration Number:	2188818	HYDROPHAST FPC FAST DRY WATERBORNE TRAFF	
Registration Number:	1636598	WINNING STREAK	
Registration Number:	5345528	TURBO DRY	
CORRESPONDENCE DATA			
Fax Number:	8004947512		
<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:	2023704750		
Email:	ipteam@cogencyglobal.com		
Correspondent Name:	Darlena Bari Stark		
Address Line 1:	1025 VERMONT AVE NW, SUITE 1130		
Address Line 2:	COGENCY GLOBAL INC.		
Address Line 4:	WASHINGTON, D.C. 20005		
ATTORNEY DOCKET NUMBER:	F174566		
NAME OF SUBMITTER:	Janet S. Wamsley		

OP \$190.00 4074365

SIGNATURE:	/Janet S. Wamsley/
DATE SIGNED:	12/28/2017
Total Attachments: 4 source=FRANKLIN PAINT TMSA#page2.tif source=FRANKLIN PAINT TMSA#page3.tif source=FRANKLIN PAINT TMSA#page4.tif source=FRANKLIN PAINT TMSA#page5.tif	

GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

December 27, 2017

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, FRANKLIN PAINT COMPANY, INC., a Massachusetts corporation (the "Grantor"), hereby grants to BLUE HILLS BANK (the "Grantee") a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under the United States trademarks, trademark registrations and trademark applications (the "Trademarks") set forth on Schedule A attached hereto, (ii) all proceeds and products of the Trademarks, (iii) the goodwill of the businesses with which the Trademarks are associated, and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Trademarks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all Obligations of the Grantor, as such term is defined in the Credit Agreement by, among others, the Grantor and the Grantee, dated as of the date hereof (as amended, amended and restated, extended or otherwise modified and in effect from time to time, the "Credit Agreement"). The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in (i) the Credit Agreement and (ii) that certain Security Agreement by, among others, the Grantor and the Grantee, dated as of the date hereof (as such agreement may be amended, amended and restated, extended or otherwise modified and in effect from time to time), and all of the terms and provisions of each are incorporated herein by reference. In the event that any provisions of this grant are deemed to conflict with either the Credit Agreement or the Security Agreement, the provisions of the Credit Agreement or the Security Agreement, as applicable, shall govern.

[signature pages follow]

IN WITNESS WHEREOF, the undersigned have executed this grant as of the date above first written.

FRANKLIN PAINT COMPANY, INC., as a Grantor

By: Lawrence H. Boise, President
Name: LAWRENCE H. BOISE
Title: PRESIDENT

Signature Page to Grant of Security Interest in United States Trademarks

TRADEMARK
REEL: 006237 FRAME: 0603

BLUE HILLS BANK, as Grantee

By 

Name: A. Keith Broyles

Title: Senior Vice President

Signature Page to Grant of Security Interest in United States Trademarks

TRADEMARK
REEL: 006237 FRAME: 0604

SCHEDULE A

<u>GRANTOR</u>	<u>MARK</u>	<u>APPLICATION/ REGISTRATION NUMBER</u>	<u>REGISTRATION DATE/APPLICATION DATE</u>
Franklin Paint Company, Inc.	Franklin Paint (and design)	85/378337; 7/22/2011	4,074,365; 12/20/2011
Franklin Paint Company, Inc.	Hydrophast	85/318852; 5/12/2011	4,074,074; 12/20/2011
Franklin Paint Company, Inc.	Franklin Paint	85/315753; 5/9/2011	4,073,930; 12/20/2011
Franklin Paint Company, Inc.	Half Time	76/331264; 10/30/2001	2,807,120; 1/20/2004
Franklin Paint Company, Inc.	Hydrophast FPC Fast Dry Waterbone Traffic Paint (and design)	75/206524; 12/2/1996	2,188,818; 9/15/1998
Franklin Paint Company, Inc.	Winning Streak	74/052620; 4/25/1990	1,636,598; 3/5/1991
Franklin Paint Company, Inc.	Turbo Dry	87/417143; 4/19/2017	5,345,528; 11/28/2017