

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM459349

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Carter Machinery Company, Incorporated		12/21/2017	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Wells Fargo Bank, National Association, as Administrative Agent		
Street Address:	1525 West W.T. Harris Blvd.		
Internal Address:	MAC D1109-019		
City:	Charlotte		
State/Country:	NORTH CAROLINA		
Postal Code:	28262		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	4121094	CARTER	
Registration Number:	4189240	CARTER MACHINERY	
Registration Number:	4414523	LET'S GET TO WORK	
Registration Number:	4414524	LET'S GET TO WORK	
CORRESPONDENCE DATA			
Fax Number:	7043738822		
<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:	(704) 373-4640		
Email:	bsmith@mcguirewoods.com		
Correspondent Name:	Betty G. Smith, Senior Paralegal		
Address Line 1:	McGuireWoods LLP, 201 N. Tryon St.		
Address Line 2:	Suite 3000		
Address Line 4:	Charlotte, NORTH CAROLINA 28202		
ATTORNEY DOCKET NUMBER:	2029724-1031		
NAME OF SUBMITTER:	Betty G. Smith		
SIGNATURE:	/Betty G. Smith/		
DATE SIGNED:	01/25/2018		

OP \$115.00 4121094

Total Attachments: 4

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**NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

Dated as of December 21, 2017

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Collateral Agreement dated as of December 21, 2017 (as amended, restated, supplemented or otherwise modified from time to time, the “Agreement”) among the Grantor (as identified on the signature pages hereto), the other grantors party thereto and the Administrative Agent (as identified on the signature pages hereto) for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications identified on Schedule A to the Administrative Agent for the ratable benefit of the Secured Parties.

The Grantor and the Administrative Agent, on behalf of the Secured Parties, each hereby acknowledge and agree that the security interest in such trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

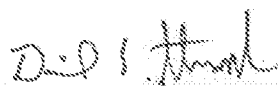
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Very truly yours,

GRANTOR:

CARTER MACHINERY COMPANY,
INCORPORATED

Carter Machinery Company, Incorporated
1330 Lynchburg Turnpike
Salem, VA 24153

By: 
Name: Daniel E. Strelka
Title: EVP, CFO, Secretary, Treasurer

JURISDICTION OF FORMATION OF
GRANTOR: DELAWARE

Carter Machinery Company, Incorporated
Notice of Grant of Security Interest in Trademarks
Signature Page

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TRADEMARK
REEL: 006257 FRAME: 0313

Acknowledged and accepted:

ADMINISTRATIVE AGENT:

Wells Fargo Bank, National Association
MAC D1109-019
1525 West W.T. Harris Blvd.
Charlotte, NC 28262
Attention of: Syndication Agency Services

**WELLS FARGO BANK,
NATIONAL ASSOCIATION**

By: 

Name: James Huffman

Title: Senior Vice President

**SCHEDULE A
TO
NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

TRADEMARKS

Trademark	Owner	Country / U.S. State	Registration Number	Registration Date
Carter	Carter Machinery Company, Incorporated	United States	4121094	04/03/2012
Carter Machinery	Carter Machinery Company, Incorporated	United States	4189240	08/14/2012
Let's Get To Work	Carter Machinery Company, Incorporated	United States	4414523	10/08/2013
Let's Get To Work	Carter Machinery Company, Incorporated	United States	4414524	10/08/2013

TRADEMARK APPLICATIONS

Trademark Application	Owner	Country / U.S. State	Serial Number	Date
None		United States		