

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM469671

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Nanomech, Inc.		04/10/2018	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	Michaelson Capital Special Finance Fund II, L.P.
Street Address:	509 Madison Avenue
Internal Address:	Suite 2210
City:	New York
State/Country:	NEW YORK
Postal Code:	10022
Entity Type:	Corporation: DELAWARE Limited Partnership: Delaware

PROPERTY NUMBERS Total: 33

Property Type	Number	Word Mark
Serial Number:	86598430	ATOMLUBE
Serial Number:	86533530	FORM-FUNCTION
Serial Number:	86493153	TEXTILES REINVENTED
Serial Number:	86493146	LUBRICANTS REINVENTED
Serial Number:	86493135	CUTTING TOOLS REINVENTED
Serial Number:	86493130	MANUFACTURING REINVENTED
Serial Number:	86726259	GUARDX
Serial Number:	86509159	NANOMECH
Serial Number:	86493149	LUBRICATION REINVENTED
Serial Number:	86469915	SMALL IS THE NEW BIG
Serial Number:	86642964	THE BEST GREASE IN THE WORLD
Serial Number:	86312945	ENGINEERED USING NANOSCIENCE
Serial Number:	86726256	GUARDX
Serial Number:	86225039	ATOM OIL
Serial Number:	86085403	THINK SMALL
Serial Number:	85602143	NSERT
Serial Number:	85881765	BUILDING A BETTER WORLD FROM THE BOTTOMU
Serial Number:	85881759	THE NANOVERSE

OP \$840.00 86598430

TRADEMARK

REEL: 006355 FRAME: 0280

Property Type	Number	Word Mark
Serial Number:	85546434	LESS IS MORE
Serial Number:	85674315	TRIBOTUFF
Serial Number:	85522565	MAKING ATOMS WORK HARDER AND SMARTER!
Serial Number:	85491000	MACROMOLECULAR
Serial Number:	85413587	NGLIDE
Serial Number:	78797879	NANOGLIDE
Serial Number:	77232775	NANOMECH
Serial Number:	77001608	NANOSPRAY
Serial Number:	77001600	TUFFTEK
Serial Number:	87271586	ATOMS WORKING SMARTER
Serial Number:	87756449	ATOMS WORKING SMARTER
Serial Number:	87174218	NGUARD
Serial Number:	86979950	SMALL IS THE NEW BIG
Serial Number:	87174264	GUARDX
Serial Number:	87174278	GUARDX

CORRESPONDENCE DATA

Fax Number:

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: 215-569-2700

Email: bfuller@klehr.com

Correspondent Name: Benjamin E. Fuller

Address Line 1: 1835 Market Street

Address Line 2: Suite 1400

Address Line 4: Philadelphia, PENNSYLVANIA 19103

NAME OF SUBMITTER:	Benjamin E. Fuller
SIGNATURE:	/Benjamin E. Fuller/
DATE SIGNED:	04/12/2018

Total Attachments: 17

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INTELLECTUAL PROPERTY SECURITY AGREEMENT

THIS INTELLECTUAL PROPERTY SECURITY AGREEMENT (this "**Intellectual Property Security Agreement**") is entered into as of April 10, 2018 by NANOMECH, INC., a Delaware corporation ("**Borrower**"), and MICHAELSON CAPITAL SPECIAL FINANCE FUND II, L.P., a Delaware limited partnership ("**Purchaser**").

RECITALS

A. Purchaser has agreed to make certain advances of money and to extend certain financial accommodations to Borrower in the amounts and manner set forth in that certain Note Purchase and Security Agreement by and between Purchaser and Borrower dated as of even date hereof (as the same may be amended, modified or supplemented from time to time, the "**NPA**"; capitalized terms used herein are used as defined in the NPA).

B. Purchaser is willing to extend and to continue to extend financial accommodations to Borrower, but only upon the condition, among others, that Borrower shall grant to Purchaser a security interest in certain Copyrights, Trademarks and Patents to secure the obligations of Borrower under the NPA.

C. Pursuant to the terms of the NPA, Borrower has granted to Purchaser a security interest and Lien upon all of Borrower's personal property, tangible or intangible, and whether now owned or later acquired, or in which it now has or at any time in the future may acquire any right, title, or interest.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, as collateral security for the prompt and complete payment when due of its obligations under the NPA and all other agreements now existing or hereafter arising between Borrower and Purchaser, Borrower hereby represents, warrants, covenants and agrees as follows:

AGREEMENT

To secure its obligations under the NPA and under any other agreement now existing or hereafter arising between Purchaser and Borrower, Borrower grants and pledges to Purchaser a security interest in all of the Borrower's right, title and interest in, to and under its Intellectual Property (including without limitation those Copyrights, Patents, Trademarks and license agreements listed on Exhibits A, B, C and D hereto), and all derivatives and improvements thereof, and including without limitation all proceeds thereof (such as, by way of example but not by way of limitation, license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements, all rights corresponding thereto throughout the world and all re-issues, divisions continuations, renewals, extensions and continuations-in-part thereof.

This security interest is granted in conjunction with the security interest granted to Purchaser under the NPA. The rights and remedies of Purchaser with respect to the security interest granted hereby are in addition to those set forth in the NPA and the other NPA Documents, and those which are now or hereafter available to Purchaser as a matter of law or equity. Each right, power and remedy of Purchaser provided for herein or in the NPA or any of

the NPA Documents, or now or hereafter existing at law or in equity shall be cumulative and concurrent and shall be in addition to every right, power or remedy provided for herein and the exercise by Purchaser of any one or more of the rights, powers or remedies provided for in this Intellectual Property Security Agreement, the NPA or any of the other NPA Documents, or now or hereafter existing at law or in equity, shall not preclude the simultaneous or later exercise by any person, including Purchaser, of any or all other rights, powers or remedies.

Borrower represents and warrants that Exhibits A, B, C, and D attached hereto set forth any and all intellectual property rights in connection to which Borrower has registered or filed an application with either the United States Patent and Trademark Office or the United States Copyright Office, as applicable.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed by its officers thereunto duly authorized as of the first date written above.

Address of Borrower:

2447 Technology Way
Springdale, AR 72764

BORROWER:

NANOTECH, INC.

By: 

Name: James M. Phillips
Title: Chief Executive Officer

Address of Purchaser:

c/o Michaelson Capital Partners, LLC
509 Madison Avenue, Suite 2210
New York, New York 10022
Attn: Vincent S. Capone, Esq., President
and General Counsel

PURCHASER:

**MICHAELSON CAPITAL SPECIAL
FINANCE FUND II, L.P.**

By: Michaelson Capital SFF II, LLC,
its Investment Advisor

By: _____

Name: John C. Michaelson
Title: Chief Investment Officer

IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed by its officers thereunto duly authorized as of the first date written above.

BORROWER:

Address of Borrower:

2447 Technology Way
Springdale, AR 72764

NANOMECH, INC.

By: _____

Name: James M. Phillips
Title: Chief Executive Officer

PURCHASER:

Address of Purchaser:

c/o Michaelson Capital Partners, LLC
509 Madison Avenue, Suite 2210
New York, New York 10022
Attn: Vincent S. Capone, Esq., President
and General Counsel

**MICHAELSON CAPITAL SPECIAL
FINANCE FUND II, L.P.**

By: Michaelson Capital SFF II, LLC,
its Investment Advisor

By: _____

Name: John C. Michaelson
Title: Chief Investment Officer

EXHIBIT A
COPYRIGHTS

NONE.

EXHIBIT B

PATENTS/PATENT APPLICATIONS

Title	Country	Application Number	Filing Date	Patent Number	Date Issued	Status
Methods and Apparatus for Making Coatings Using Electrostatic Spray	Australia	2007309597	04/15/2009	2007309597	11/15/2012	Issued
Methods and Apparatus for Making Coatings Using Electrostatic Spray	China	200780042736.3	10/18/2007	ZL200780042736.3	04/16/2014	Issued
Methods and Apparatus for Making Coatings Using Electrostatic Spray	Israel	198197	04/19/2009			Issued
Methods and Apparatus for Making Coatings Using Electrostatic Spray	Mexico	MX/a/2009/004149	04/17/2009			Issued
Methods and Apparatus for Making Coatings Using Electrostatic Spray	US	12/446031	04/17/2009	8,758,863	06/24/2014	Issued
Methods and Apparatus for Making Coatings Using Ultrasonic Spray Deposition	Australia	2007309598	04/15/2009	2007309598	11/29/2012	Issued
Methods and Apparatus for Making Coatings Using Ultrasonic Spray Deposition	Israel	198199	04/19/2009			Issued
Methods and Apparatus for Making Coatings Using Ultrasonic Spray Deposition	Japan	2009-533368	04/17/2009	5417178	11/22/2013	Issued
Methods and Apparatus for Making Coatings Using Ultrasonic Spray Deposition	Republic of Korea	10-2009-7010109	05/18/2009			Issued
Non-Metallic Nano/Micro Particles Coated with Metal, Process and Applications Thereof	China	200780027292.6		ZL200780027292.6	02/12/2014	Issued
Adherent Coating on Carbide and Ceramic Substrates	US	13/450697	04/19/2012	8,420,237	04/16/2013	Issued
Method for Depositing Functional Particles in Dispersion as Coating Preform	US	13/746182	01/21/2013	8,846,158	09/30/2014	Issued
Nanoparticle Macro-Compositions	US	13/540235	07/02/2012	8476206	07/02/2013	Issued
Textured Surfaces to Enhance Nano-Lubrication	US	13/540256	07/02/2012	8486870	07/16/2013	Issued
Textured Surfaces to Enhance Nano-Lubrication (CIP)	US	13/917321	06/13/2013	8921286	12/30/2014	Issued

Title	Country	Application Number	Filing Date	Patent Number	Date Issued	Status
Nanoparticle Compositions and Methods for Making and Using the Same	US	12/160758	09/02/2008	8492319	07/23/2013	Issued
Nanoparticle Compositions and Methods for Making and Using the Same	India	3216/KOLNP/2008	01/12/2007	264166	12/11/2014	Issued
Nanoparticle Compositions and Methods for Making and Using the Same	Canada	2,636,932	01/12/2007	2,636,932	12/05/2013	Issued
Methods and Apparatus for Making Coatings Using Electrostatic Spray	Canada	2,667,004	10/18/2007	2,667,004	09/02/2014	Issued
Nanoparticle Compositions and Methods for Making and Using the Same	Japan	2008-550538	01/12/2007	5603013	08/29/2014	Issued
Nanoparticle Compositions and Methods for Making and Using the Same	Mexico	MX/a/2008/009032		312123	08/09/2013	Issued
Nanoparticle Compositions and Methods for Making and Using the Same (CIP)	US	13/921640	06/19/2013			Pending
Nano-Tribology Compositions and Related Methods Including Molecular Nano-Sheets	US	14/173369	02/05/2014			Pending
Nano-Tribology Compositions and Related Methods Including Hard Particles	US	14/302030	06/11/2014			Pending
Nanoparticle Macro-Compositions (CIP)	US	13/906535	05/31/2013			Pending
Nanoparticle Compositions and Methods for Making and Using the Same	Europe	07710113.7	01/12/2007			Pending
Nanoparticle Compositions and Methods for Making and Using the Same	Japan	2014095260	01/12/2007			Pending
Textured Surfaces to Enhance Nano-Lubrication	US	14/554809	11/26/2014			Pending
Adherent Coating on Carbide and Ceramic Substrates	US	13/846618	03/18/2013			Pending
Adherent Coating on Carbide and Ceramic Substrates	Republic of Korea	10/2014/7026351	09/19/2014			Pending
Coating Layer with Microstructure Serrated Edge	US	14/119785	11/22/2013			Pending
Coating Layer with Microstructure Serrated Edge	Europe	12792655.8	12/23/2013			Pending

Title	Country	Application Number	Filing Date	Patent Number	Date Issued	Status
Coating Layer with Microstructure Serrated Edge	Japan	2014-512186	11/26/2013			Pending
Cold Spray and Thermal Spray Hybrid and Sequential Process and Applications Thereof	US	62/201996	08/06/2015			Pending
Combinatorial Materials Architecture and Process for Textiles and Related Applications	US	14/609345	01/29/2015			Pending
Functionalized and Multifunctional Composite Material, Method and Applications	US	14/138734	12/23/2013			Pending
Methods and Apparatus for Making Coatings Using Electrostatic Spray	Europe	07852840.3	10/18/2007			Pending
Methods and Apparatus for Making Coatings Using Electrostatic Spray	India	1492/KOLNP/2009	04/21/2009			Pending
Methods and Apparatus for Making Coatings Using Electrostatic Spray	Japan	2009-533367	04/17/2009			Pending
Methods and Apparatus for Making Coatings Using Electrostatic Spray	Republic of Korea	10-2009-7010108	05/18/2009			Pending
Methods and Apparatus for Making Coatings Using Electrostatic Spray	Republic of Korea	10-2014-7025440	09/11/2014			Pending
Methods and Apparatus for Making Coatings Using Ultrasonic Spray Deposition	US	12/446048	04/17/2009			Pending
Methods and Apparatus for Making Coatings Using Ultrasonic Spray Deposition	Canada	2,666,864	10/18/2007			Pending
Methods and Apparatus for Making Coatings Using Ultrasonic Spray Deposition	China	200780042677.X	10/18/2007			Pending
Methods and Apparatus for Making Coatings Using Ultrasonic Spray Deposition	Europe	07852841.1	10/18/2007			Pending
Methods and Apparatus for Making Coatings Using Ultrasonic Spray Deposition	India	1487/KOLNP/2009	04/21/2009			Pending
Methods and Apparatus for Making Coatings Using Ultrasonic Spray Deposition	Japan	2013-161150	08/02/2013			Pending
Methods and Apparatus for Making Coatings Using Ultrasonic Spray Deposition	Mexico	MX/a/2009/004150	04/17/2009			Pending
Multi-Layer Coating with Cubic Boron Nitride Particles	US	14/119799	11/22/2013			Pending

Title	Country	Application Number	Filing Date	Patent Number	Date Issued	Status
Multi-Layer Coating with Cubic Boron Nitride Particles	Europe	12793589.8	12/23/2013			Pending
Multi-Layer Coating with Cubic Boron Nitride Particles	Japan	2014-512188	11/26/2013			Pending
Nanostructured Hydroxyapatite Coating for Dental and Orthopedic Implants	US	13/391357	08/20/2010			Pending
Nanostructured Hydroxyapatite Coating for Dental and Orthopedic Implants	Canada	2,771,783	08/20/2010			Pending
Nanostructured Hydroxyapatite Coating for Dental and Orthopedic Implants	Europe	10810658.4	08/20/2010			Pending
Nanostructured Multi-Layer Coating on Carbides	US	13/450787	01/06/2014			Pending
Non-Metallic Nano/Micro Particles Coated with Metal, Process and Applications Thereof	US	12/227716	01/29/2014			Pending
Non-Metallic Nano/Micro Particles Coated with Metal, Process and Applications Thereof	Europe	07795072.3	05/21/2007			Pending
Thick Cubic Boron Nitride (CBN) Layer and Manufacturing Process Therefor	US	14/119789	11/22/2013			Pending
Thick Cubic Boron Nitride (CBN) Layer and Manufacturing Process Therefor	Europe	12794064.1	12/23/2013			Pending
Thick Cubic Boron Nitride (CBN) Layer and Manufacturing Process Therefor	Japan	2014-512187	11/26/2013			Pending
Methods and Apparatus for Making Coatings Using Electrostatic Spray	Japan	2013-142436	07/08/2013			Pending
Cold Spray and Cold Spray Hybrid and Sequential Process	US	61/951320	03/11/2014			Pending
Multifunctional Finish Treatment for Textiles	US	61/932954	01/29/2014			Pending
Nanostructured Multi-Layer Coating on Carbides	PCT	PCT/US13/26897	02/20/2013			Pending
Adherent Coating on Carbide and Ceramic Substrates	PCT	PCT/US13/26792	02/20/2013			Pending
Method for Depositing Functional Particles in Dispersion as Coating Preform	PCT	PCT/US13/22422	01/21/2013			Pending

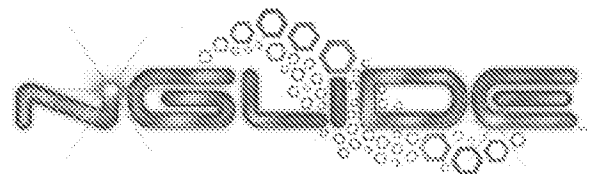
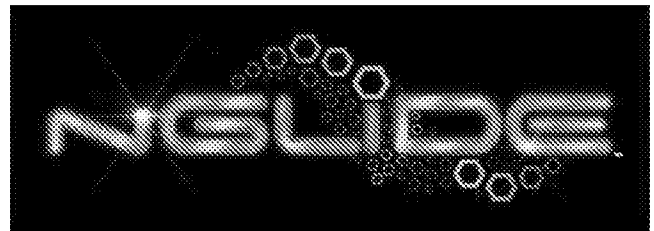
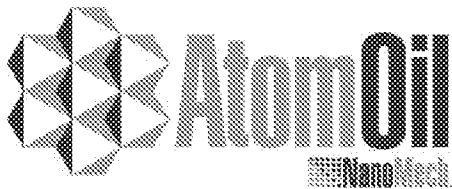
Title	Country	Application Number	Filing Date	Patent Number	Date Issued	Status
Nanotribology Compositions and Related Methods Including Molecular Nano-Sheets	US	14/071886	12/22/2014			Pending
Nanotribology Compositions and Related Methods Including Hard Particles	US	15/027925	04/28/2015			Pending
Nanoparticle compositions and greaseless coatings for equipment	US	14/816546	08/03/2015			Pending
Additive Packages	US	14/844797	09/03/2015			Pending

EXHIBIT C**TRADEMARKS****U.S. Trademark****Serial Number**

ATOMLUBE	86598430
FORM-FUNCTION	86533530
TEXTILES REINVENTED	86493153
LUBRICANTS REINVENTED	86493146
CUTTING TOOLS REINVENTED	86493135
MANUFACTURING REINVENTED	86493130
GUARDX	86726259
NANOMECH	86509159
LUBRICATION REINVENTED	86493149
SMALL IS THE NEW BIG	86469915
THE BEST GREASE IN THE WORLD	86642964
ENGINEERED USING NANOSCIENCE	86312945
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BUILDING A BETTER WORLD FROM THE BOTTOM UP	85881765
THE NANOVERSE	85881759
LESS IS MORE	85546434
TRIBOTUFF	85674315
MAKING ATOMS WORK HARDER AND SMARTER!	85522565
MACROMOLECULAR	85491000
NGLIDE	85413587
NANOGLIDE	78797879
NANOMECH	77232775
NANOSPRAY	77001608
TUFFTEK	77001600
Atoms Working Smarter	87-271,586
Atoms Working Smarter	87-756,449
NGuard	87-174,218

Small is the New Big	86-979,950
Guardx	87-174,264
Guardx	87-174,278

EXHIBIT C
TRADEMARKS
LOGOS



TRIBOTUFF

TRIBOTUFF

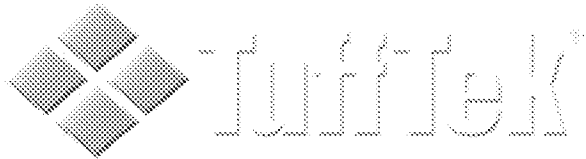
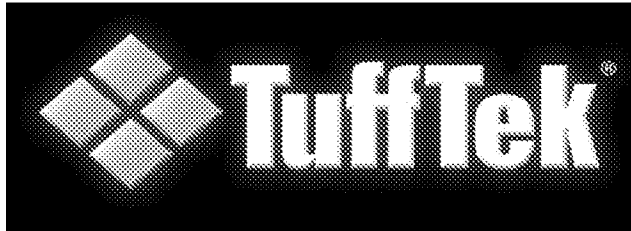


EXHIBIT C

DOMAIN NAMES

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tribotuff.com
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NONE.