

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM494558

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
REELCRAFT INDUSTRIES, INC.		09/18/2018	Corporation: INDIANA
RECEIVING PARTY DATA			
Name:	CIBC BANK USA		
Street Address:	120 South LaSalle Street		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60603		
Entity Type:	banking corporation: ILLINOIS		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	1013408	REELCRAFT	
Registration Number:	2208231	INFLUENCE SOFTWARE	
Registration Number:	5480728	REELCRAFT	
CORRESPONDENCE DATA			
Fax Number:	3124607000		
<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:	312-460-5000		
Email:	slott@seyfarth.com		
Correspondent Name:	Stephen D. Lott		
Address Line 1:	233 S. Wacker Drive		
Address Line 2:	Suite 8000		
Address Line 4:	Chicago, ILLINOIS 60606		
ATTORNEY DOCKET NUMBER:	058550-000071		
NAME OF SUBMITTER:	Stephen D. Lott		
SIGNATURE:	/Stephen D. Lott/		
DATE SIGNED:	10/18/2018		
Total Attachments: 8			
source=9.18.18 Patent and TM Security Agmt. - ReelCraft to CIBC#page1.tif			

CH \$90.00 1013408

source=9.18.18 Patent and TM Security Agmt. - ReelCraft to CIBC#page2.tif
source=9.18.18 Patent and TM Security Agmt. - ReelCraft to CIBC#page3.tif
source=9.18.18 Patent and TM Security Agmt. - ReelCraft to CIBC#page4.tif
source=9.18.18 Patent and TM Security Agmt. - ReelCraft to CIBC#page5.tif
source=9.18.18 Patent and TM Security Agmt. - ReelCraft to CIBC#page6.tif
source=9.18.18 Patent and TM Security Agmt. - ReelCraft to CIBC#page7.tif
source=9.18.18 Patent and TM Security Agmt. - ReelCraft to CIBC#page8.tif

**FIRST AMENDMENT TO
PATENT AND TRADEMARK SECURITY AGREEMENT**

THIS FIRST AMENDMENT TO PATENT AND TRADEMARK SECURITY AGREEMENT (this "Amendment"), dated as of September 18, 2018 (the "Effective Date"), is by REELCRAFT INDUSTRIES, INC., an Indiana corporation (the "Company"; and together any other Person that becomes a Grantor as provided herein, the "Grantors" and each, a "Grantor"), in favor of CIBC BANK USA, in its capacity as administrative agent for the benefit of the financial institutions (the "Lenders") that are parties to the Credit Agreement referenced below from time to time (in such capacity, the "Administrative Agent").

RECITALS

A. Grantor and Administrative Agent have entered into that certain Patent and Trademark Security Agreement dated as of August 31, 2017 (as the same may from time to time be amended, modified, supplemented or restated, the "Patent and Trademark Security Agreement"), pursuant to which Grantor has granted Administrative Agent, for the benefit of the Lenders, a continuing security interest in and to all of the "Trademark Collateral" and "Patent Collateral", as defined in the Patent and Trademark Security Agreement.

B. Grantor and Administrative Agent are entering into that certain Second Amendment to Credit Agreement as of the Effective Date.

C. Grantor has obtained an additional ownership interest in certain Trademark Collateral and Patent Collateral and the parties wish to amend Schedule 1 to include such additional Trademark Collateral and Schedule 2 to include such additional Patent Collateral.

AGREEMENT

NOW, THEREFORE, the parties agree as follows:

1. Definitions. Capitalized terms used but not defined in this Amendment shall have the meanings given to them in the Patent and Trademark Security Agreement.

2. Schedule 1. Schedule 1 attached hereto amends and replaces that certain Schedule 1 which was attached to the Patent and Trademark Security Agreement.

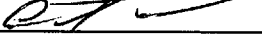
3. Schedule 2. Schedule 2 attached hereto amends and replaces that certain Schedule 2 which was attached to the Patent and Trademark Security Agreement.

4. Affirmation. Except the amendments to Schedule 1 and Schedule 2, the Patent and Trademark Security Agreement and all covenants, terms, conditions, and agreements therein, shall remain in full force and effect, and are hereby ratified and confirmed in all respects by Grantor.

5. Counterparts. This Amendment may be executed in any number of counterparts and all of such counterparts taken together shall be deemed to constitute one and the same instrument.

The Grantor has caused this First Amendment to Patent and Trademark Security Agreement to be duly executed by its duly authorized officer thereunto as of the date first set forth above.

REELCRAFT INDUSTRIES, INC.

By: 
Aaron J. VanGetson
Vice President

Acknowledged:

CIBC BANK USA
as Administrative Agent

By: _____
Olga Krasner
Managing Director

[Signature Page to First Amendment to Patent and Trademark Security Agreement]

TRADEMARK
REEL: 006460 FRAME: 0086

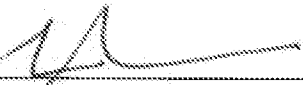
The Grantor has caused this First Amendment to Patent and Trademark Security Agreement to be duly executed by its duly authorized officer thereunto as of the date first set forth above.

REELCRAFT INDUSTRIES, INC.

By: _____
Aaron J. VanGetson
Vice President

Acknowledged:

CIBC BANK USA
as Administrative Agent

By:  _____
Olga Krasner
Managing Director

[Signature Page to First Amendment to Patent and Trademark Security Agreement]

TRADEMARK
REEL: 006460 FRAME: 0087

SCHEDULE 1
to
PATENT AND TRADEMARK SECURITY AGREEMENT

U.S. Trademarks

Trademark	Registration Date	Registration Number
REELCRAFT & Design	6/17/75	1,013,408
REELCRAFT & Design	1/7/97	2,208,231
REELCRAFT	5/29/18	5,480,728

Non-U.S. Trademarks

Country	Trademark	Registration Date	Registration Number
Australia	REELCRAFT & Design	5/4/94	628920
Australia	REELTEK	7/19/04	957744
Canada	REELCRAFT & Design	7/12/01	TMA548030
Canada	REELTEK	4/21/06	TMA663136
China	REELCRAFT	1/7/10	6194214
China	REELCRAFT & Design	3/14/11	8107927

Country	Trademark	Registration Date	Registration Number
China	REELTEK	11/28/04	3545184
China	RUIJI (REELCRAFT in Chinese characters)	1/7/08	4344396
China	RUIJI (REELCRAFT in Chinese characters)	5/28/07	4344395
China	RUIJI (REELCRAFT in Chinese characters)	5/28/07	4344394
E.U.	REELCRAFT & Design	4/2/02	2029361
E.U.	REELTEK	12/21/04	3093788
Hong Kong	REELCRAFT & Design	5/6/94	199510770
Indonesia	REELCRAFT & Design	8/18/04	IDM000014541
Malaysia	REELCRAFT & Design	7/22/09	94/05231
Mexico	REELCRAFT & Design	6/27/97	552215
Mexico	REELTEK	6/26/03	797414
Singapore	REELCRAFT & Design	8/10/94	T9406844Z

Country	Trademark	Registration Date	Registration Number
Taiwan	REELCRAFT & Design	4/1/95	676447
Thailand	REELCRAFT & Design	6/17/94	KOR34131

Trademark Licenses

Title of License	Parties	Effective Date	Expiration Date
Letter Agreement dated as of 10/1/17	W.W. Grainger, Inc. and Reelcraft Industries, Inc.	3/2/04	9/30/18, automatic annual renewal
Vendor Terms and Conditions dated as of July 10, 2013	Hayneedle, Inc. and Reelcraft Industries, Inc.	7/10/13	7/10/18

SCHEDULE 2
to
PATENT AND TRADEMARK SECURITY AGREEMENT

U.S. Patents

Title	Patent No.	Issue Date	Expiration Date
Adjustable Reel Assembly	7,150,425	12/19/06	9/24/23
Reel	D 551,948	10/2/07	10/2/21
Reel	D 551,947	10/2/07	10/2/21
Integrated Compressor Reel and Tank Assembly	9,352,933	5/31/16	8/29/33

U.S. Patent Applications

Title	Patent Application No.	Application Date
Hose Reel	62/697,877	7/13/18

Non-U.S. Patents

Title	Country	Patent No.	Issue Date	Expiration Date
Reel Assembly	E.U.	000475488-0001	2/7/06	2/7/21
Reel Assembly	E.U.	000476478- 0001/0002	2/7/06	2/7/21