

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM502178

| | | | |
|-----------------------------------|---|-----------------------|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | SECURITY INTEREST | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| J.G.B. Enterprises, Inc. | | 12/13/2018 | Corporation: NEW YORK |
| RECEIVING PARTY DATA | | | |
| Name: | Graycliff Mezzanine III LP, as administrative agent | | |
| Street Address: | 500 Fifth Avenue, 47th Floor | | |
| Internal Address: | c/o Graycliff Partners, Attn Carl Barcoma | | |
| City: | New York | | |
| State/Country: | NEW YORK | | |
| Postal Code: | 10110 | | |
| Entity Type: | Limited Partnership: DELAWARE | | |
| PROPERTY NUMBERS Total: 26 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 5131723 | EAGLE ARCTIC | |
| Registration Number: | 5131724 | EAGLE COMPOSITE | |
| Registration Number: | 5007910 | EAGLE NITRILE | |
| Registration Number: | 5131728 | EAGLE OILVAC | |
| Registration Number: | 5131652 | EAGLE OS&D | |
| Registration Number: | 5007988 | EAGLE PUMP | |
| Registration Number: | 5007846 | AVALANCHE | |
| Registration Number: | 5012531 | EAGLE AIR | |
| Registration Number: | 5012533 | EAGLE BULK | |
| Registration Number: | 5007859 | EAGLE FLO | |
| Registration Number: | 5007861 | EAGLE HOT AIR | |
| Registration Number: | 5007895 | EAGLE MILL | |
| Registration Number: | 5007912 | EAGLE MINE | |
| Registration Number: | 5220843 | EAGLE OILFLEX | |
| Registration Number: | 5012581 | EAGLE TANK | |
| Registration Number: | 5012953 | EAGLECHEM | |
| Registration Number: | 5012586 | EAGLECRETE | |
| Registration Number: | 5007994 | EAGLEFLO | |

OP \$665.00 5131723

| Property Type | Number | Word Mark |
|----------------------|----------|-------------------------|
| Registration Number: | 5013005 | E-Z KOTE |
| Registration Number: | 5253695 | J-FLEX |
| Registration Number: | 5012937 | THUNDERBLAST |
| Registration Number: | 5012938 | THUNDERBOLT |
| Registration Number: | 4167817 | THE PERFECT GARDEN HOSE |
| Registration Number: | 2647393 | JGB |
| Serial Number: | 86914762 | EAGLEWASH |
| Serial Number: | 86852774 | EAGLEFLEX |

CORRESPONDENCE DATA

Fax Number: 3036293450
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: 303-629-3400
Email: burtner.jody@dorsey.com
Correspondent Name: Dorsey & Whitney LLP
Address Line 1: 1400 Wewatta Street, Suite 400
Address Line 2: IP Department
Address Line 4: Denver, COLORADO 80202-5549

| | |
|--------------------------------|-------------------|
| ATTORNEY DOCKET NUMBER: | 507782-4 |
| NAME OF SUBMITTER: | Jody L. Burtner |
| SIGNATURE: | /Jody L. Burtner/ |
| DATE SIGNED: | 12/14/2018 |

Total Attachments: 4

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THIS INSTRUMENT IS SUBJECT TO THE TERMS OF A SUBORDINATION AND INTERCREDITOR AGREEMENT DATED AS OF DECEMBER 13, 2018 (AS THE SAME MAY BE AMENDED, RESTATED, OR SUPPLEMENTED FROM TIME TO TIME), IN FAVOR OF MANUFACTURERS AND TRADERS TRUST COMPANY, AS SENIOR AGENT (AS DEFINED THEREIN), AND EACH HOLDER OF THIS INSTRUMENT, BY ITS ACCEPTANCE HEREOF, IRREVOCABLY AGREES TO BE BOUND BY THE PROVISIONS OF SUCH SUBORDINATION AND INTERCREDITOR AGREEMENT.

UNITED STATES TRADEMARK SECURITY AGREEMENT

This TRADEMARK SECURITY AGREEMENT (this “**Agreement**”) dated as of December 13, 2018 is made by and between GRAYCLIFF MEZZANINE III LP, in its capacity as Administrative Agent (together with its successors and assigns, in such capacity, the “**Lender**”), and J.G.B. Enterprises, Inc., a New York corporation (together with its successors and permitted assigns, the “**Grantor**”).

WHEREAS, this Agreement will be filed with the United States Patent and Trademark Office to among other things indicate that Lender is collateral assignee with respect to the Trademarks (as defined herein) listed on Schedule A hereto;

WHEREAS, Grantor is the owner of certain trademarks, including the applications and registrations thereof, together with the goodwill of the business connected with the use of and symbolized by the trademarks and all proceeds thereof, including, without limitation, any and all past, present and future causes of action which may exist by reason of infringement thereof, set forth on Schedule A hereto (collectively, the “**Trademarks**”); and

WHEREAS, the Grantor and Lender executed a Credit Agreement, dated as of December 13, 2018 (as amended, restated, amended and restated, modified or supplemented from time to time, the “**Credit Agreement**”), pursuant to which Grantor granted and agreed to grant to Lender a security interest in certain of its assets to secure obligations owing to Lender and certain other lenders.

NOW, THEREFORE, for good and valuable consideration, Grantor hereby pledges and grants (and confirms and ratifies all other pledges and grants heretofore made to Lender) to Lender a security interest and lien in and to the Trademarks, subject to the terms and conditions of the Credit Agreement.

[Signature Page to Follow]

Executed as of the date first above written.

GRANTOR: J.G.B. ENTERPRISES, INC.

By: *R R*
Name: Brendon Biddle
Title: Vice President, Secretary and Treasurer

LENDER: GRAYCLIFF MEZZANINE III LP,
in its capacity as Administrative Agent

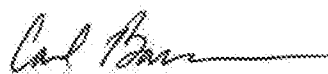
By: _____
Name: Carl Barcoma
Title: Principal

Executed as of the date first above written.

GRANTOR: J.G.B. ENTERPRISES, INC.

By: _____
Name: Brendon Biddle
Title: Vice President, Secretary and Treasurer

LENDER: GRAYCLIFF MEZZANINE III LP,
in its capacity as Administrative Agent

By:  _____
Name: Carl Barcoma
Title: Principal

Schedule A
Registrations

| Mark | Reg. No. | Reg. Date |
|----------------------------|-----------------|------------------|
| EAGLE ARTIC | 5,131,723 | January 31, 2017 |
| EAGLE COMPOSITE | 5,131,724 | January 31, 2017 |
| EAGLE NITRILE | 5,007,910 | July 26, 2016 |
| EAGLE OILVAC | 5,131,728 | January 31, 2017 |
| EAGLE OS&D | 5,131,652 | January 31, 2017 |
| EAGLE PUMP | 5,007,988 | July 26, 2016 |
| AVALANCHE | 5,007,846 | July 26, 2016 |
| EAGLE AIR | 5,012,531 | August 2, 2016 |
| EAGLE BULK | 5,012,533 | August 2, 2016 |
| EAGLE FLO | 5,007,859 | July 26, 2016 |
| EAGLE HOT AIR | 5,007,861 | July 26, 2016 |
| EAGLE MILL | 5,007,895 | July 26, 2016 |
| EAGLE MINE | 5,007,912 | July 26, 2016 |
| EAGLE OILFLEX | 5,220,843 | June 13, 2017 |
| EAGLE TANK | 5,012,581 | August 2, 2016 |
| EAGLECHEM | 5,012,953 | August 2, 2016 |
| EAGLECRETE | 5,012,586 | August 2, 2016 |
| EAGLEFLO | 5,007,994 | July 26, 2016 |
| E-Z KOTE | 5,013,005 | August 2, 2016 |
| J-FLEX | 5,253,695 | August 1, 2017 |
| THUNDERBLAST | 5,012,937 | August 2, 2016 |
| THUNDERBOLT | 5,012,938 | August 2, 2016 |
| THE PERFECT GARDEN HOSE | 4,167,817 | July 3, 2012 |
| JGB | 2,647,393 | November 5, 2002 |

Applications

| Application | Ser. No. | Application Date |
|--------------------|-----------------|-------------------------|
| EAGLEWASH | 86/914,762 | February 22, 2016 |
| EAGLEFLEX | 86/852,774 | December 15, 2015 |