

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM493555

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Structural Concepts Corporation		10/05/2018	Corporation: MICHIGAN
RECEIVING PARTY DATA			
Name:	U.S. Bank National Association, as Administrative Agent		
Street Address:	800 Nicollet Mall		
City:	Minneapolis		
State/Country:	MINNESOTA		
Postal Code:	55402		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 13			
Property Type	Number	Word Mark	
Registration Number:	5552337	ATMOSPHERE	
Registration Number:	5215096	REVEAL	
Registration Number:	5215097	EMERGE	
Registration Number:	5055658	GROCERANT	
Registration Number:	5177090	GROCERANT	
Registration Number:	3320538	CLEAN SWEEP	
Registration Number:	2928071	RENAISSANCE	
Registration Number:	2769988	FRESH FLOW	
Registration Number:	2676885	OASIS	
Registration Number:	2355969	ALLURE SERIES	
Registration Number:	2135071	ENCORE	
Registration Number:	1600898	ADDENDA	
Registration Number:	1585704	STRUCTURAL CONCEPTS	
CORRESPONDENCE DATA			
Fax Number:	6123408856		
<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:	612.492.6842		
Email:	ip.docket@dorsey.com		
TRADEMARK			

OP \$340.00 5552337

Correspondent Name: Jeffrey R. Cadwell
Address Line 1: Dorsey & Whitney LLP
Address Line 2: 50 South Sixth Street, Suite 1500
Address Line 4: Minneapolis, MINNESOTA 55402-1498

ATTORNEY DOCKET NUMBER: 059235-11033

NAME OF SUBMITTER: Jeffrey R. Cadwell

SIGNATURE: /Jeffrey R. Cadwell/

DATE SIGNED: 10/11/2018

Total Attachments: 4

source=USB - Structural Concepts - Confirmatory Grant of Security Interest in Trademarks (Executed October 5 2018)#page1.tif

source=USB - Structural Concepts - Confirmatory Grant of Security Interest in Trademarks (Executed October 5 2018)#page2.tif

source=USB - Structural Concepts - Confirmatory Grant of Security Interest in Trademarks (Executed October 5 2018)#page3.tif

source=USB - Structural Concepts - Confirmatory Grant of Security Interest in Trademarks (Executed October 5 2018)#page4.tif

Confirmatory Grant of Security Interest in Intellectual Property

THIS CONFIRMATORY GRANT OF SECURITY INTEREST IN TRADEMARKS (this "Confirmatory Grant") is made effective as of October 5, 2018, by and from the grantor party hereto (the "Grantor"), to and in favor of U.S. BANK NATIONAL ASSOCIATION, a national banking association (the "Secured Party") for itself and as administrative agent for the Lenders (as defined in the Credit Agreement referenced below).

WHEREAS, SC HOLDING CORP., a Delaware corporation ("Parent"), STRUCTURAL CONCEPTS, LLC, a Michigan limited liability company (effective immediately upon the consummation of the Acquisition (Structural Concepts), "Structural Concepts" and together with Parent, each, a "Borrower," and collectively, the "Borrowers"), the Lenders and the Secured Party are parties to that certain Credit Agreement dated as of October 3, 2018 (as amended, restated, supplemented, or otherwise modified from time to time, the "Credit Agreement") pursuant to which the Lenders agree, among other things, to extend to the Borrowers certain credit accommodations.

WHEREAS, the Grantor has granted security interests to the Secured Party under the Pledge and Security Agreement and Irrevocable Proxy dated as of October 3, 2018 (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement");

WHEREAS, the Grantor owns the trademarks (the "Trademarks") listed on Exhibit A, which are registered or applied for with the United States Patent and Trademark Office; and

WHEREAS, this Confirmatory Grant has been granted in conjunction with the security interest granted to the Secured Party under the Security Agreement. The rights and remedies of the Secured Party with respect to the security interest granted herein are without prejudice to and are in addition to those set forth in the Security Agreement and the other Loan Documents, all terms and provisions of which are incorporated herein by reference. If any provisions of this Confirmatory Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is hereby agreed that:

1) Definitions. All capitalized terms not defined herein shall have the respective meaning given to them in the Credit Agreement.

2) The Security Interest.

(a) This Confirmatory Grant is made to secure the performance and payment of (i) all the Obligations and (ii) all of the obligations and liabilities of the Guarantors under the Guaranty. Upon the payment in full of all Obligations (other than contingent indemnification obligations), the Secured Party shall promptly, upon such satisfaction, execute, acknowledge, and deliver to the Grantor (at the Grantor's expense) all reasonably requested instruments releasing the security interest in the Trademarks acquired under this Confirmatory Grant.


(b) The Grantor hereby grants to the Secured Party a security interest in all of the Trademarks set forth in Exhibit A now owned or from time to time after the date hereof owned or acquired by the Grantor;

(c) Unless and until an Event of Default occurs and is continuing, the Grantor shall retain the legal and equitable title to the Trademarks, and shall have the right to use and register the Trademarks in the ordinary course of the business of the Grantor.

[The remainder of this page has been intentionally left blank]

IN WITNESS WHEREOF, the Grantor has executed this Confirmatory Grant of Security Interest in Trademarks effective as of the date first written above.

STRUCTURAL CONCEPTS CORPORATION

By: 
Name: David P. Geerts
Title: President

CONFIRMATORY GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

Exhibit A - SCHEDULE OF TRADEMARKS

United States Trademarks:

Mark	Reg. No.	Reg. Date	Country
ATMOSPHERE	5552337	8/28/2018	USA
REVEAL	5215096	5/30/2017	USA
EMERGE	5215097	5/30/2017	USA
GROCERANT	5055658	10/4/2016	USA
GROCERANT	5177090	4/4/2017	USA
CLEAN SWEEP	3320538	10/23/2007	USA
RENAISSANCE	2928071	2/22/2005	USA
FRESH FLOW	2769988	9/30/2003	USA
OASIS	2676885	1/21/2003	USA
ALLURE SERIES	2355969	6/6/2000	USA
ENCORE	2135071	2/3/1998	USA
ADDENDA	1600898	6/12/1990	USA
STRUCTURAL CONCEPTS	1585704	3/6/1990	USA