

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM535373

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	GRANT OF SECURITY INTEREST IN TRADEMARKS		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
WATERWORKS IP CO., LLC		04/16/2019	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	BSP AGENCY, LLC, as Agent		
<b>Street Address:</b>	9 West 57th Street		
<b>Internal Address:</b>	Suite 4920		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10019		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 40</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	5134086	ALTA	
Registration Number:	2920516	AMÉLIE	
Registration Number:	3419181	AQUALINEA	
Registration Number:	2881238	ARCHITECTONICS	
Registration Number:	2976103	ARCHIVE	
Registration Number:	4896553	BELDEN	
Registration Number:	2947930	CAMPUS	
Registration Number:	2137138	COTTAGE	
Registration Number:	4589251	DISTRICT	
Registration Number:	2930259	EASTON	
Registration Number:	1808477	ECHO	
Registration Number:	1449508	ETOILE	
Registration Number:	4263444	FLYTE	
Registration Number:	5129326	FORMWORK	
Registration Number:	3994864	HENRY	
Registration Number:	4733373	LUDLOW	
Registration Number:	2920483	MEDOC	
Registration Number:	2930260	METRIX	
<b>TRADEMARK</b>			

OP \$1015.00 5134086

Property Type	Number	Word Mark
Registration Number:	4686568	OPUS
Registration Number:	4572845	R.W. ATLAS
Registration Number:	4714331	REGULATOR
Registration Number:	5513928	REGULATOR
Registration Number:	4096893	ROADSTER
Registration Number:	2881270	SAVOY
Registration Number:	4960614	TAURUS
Registration Number:	5131570	THE PERFECT BATH
Registration Number:	3249561	TM5
Registration Number:	4263443	TRANSIT
Registration Number:	4710428	WATERWORKS
Registration Number:	3298981	WATERWORKS
Registration Number:	2574814	WATERWORKS
Registration Number:	2219845	WATERWORKS
Registration Number:	1122575	WATERWORKS
Registration Number:	5541226	WATERWORKS KITCHEN
Registration Number:	3986432	WATERWORKS STUDIO
Registration Number:	2886150	ARCADIA
Registration Number:	2923172	CITRINE
Registration Number:	2923173	ETESIAN
Registration Number:	2142420	NORFOLK
Serial Number:	77336624	REDHILL

**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:** 800-494-5225  
**Email:** ipteam@cogencyglobal.com  
**Correspondent Name:** Stewart Walsh  
**Address Line 1:** 1025 Vermont Ave NW, Ste 1130  
**Address Line 2:** COGENCY GLOBAL Inc.  
**Address Line 4:** Washington, D.C. 20005

<b>ATTORNEY DOCKET NUMBER:</b>	1114133 TM E
<b>NAME OF SUBMITTER:</b>	Annelise Wexner
<b>SIGNATURE:</b>	/Annelise Wexner/
<b>DATE SIGNED:</b>	08/06/2019

**Total Attachments: 5**

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GRANT OF SECURITY INTEREST IN  
TRADEMARKS

April 16, 2019

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, WATERWORKS IP CO., LLC, a Delaware limited liability company (the “Grantor”), with principal offices at 15 Koch Road, Corte Madera, California 94925, hereby grants to BSP AGENCY, LLC, as Agent, with offices at 9 West 57<sup>th</sup> Street, Suite 4920, New York, NY 10019 (the “Grantee”), a continuing security interest in (i) all of the Grantor’s right, title and interest in, to and under the trademarks, service marks, trademark registrations, service mark registrations, trademark applications, and service mark applications (the foregoing, collectively, the “Marks”) set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement, as hereinafter defined) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to, concurrently with, or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

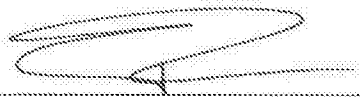
THIS GRANT OF SECURITY INTEREST IN TRADEMARKS (this “Grant”) is made to secure the satisfactory performance and payment of all the Grantor’s Secured Obligations, as such term is defined in the Security Agreement by, among others, the Grantor, the other Grantors from time to time party thereto and the Grantee, dated as of April 9, 2019 (as amended, restated, supplemented or otherwise modified from time to time, the “Security Agreement”).

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

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IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date above first written.


WATERWORKS IP CO., LLC, as Grantor

By:   
Name: Jack Preston  
Title: Assistant Treasurer

[Signature Page to Grant of Security Interest in Trademarks – Waterworks IP]

**BSP AGENCY, LLC,**

By: Benefit Street Partners, LLC, its sole Member

By:   
\_\_\_\_\_

Name: Ira Wishe

Title: Authorized Signatory

SCHEDULE A  
TRADEMARKS

Country	Trademark	Class	Status	Appl. No.	Filing Date	Reg. No.	Reg. Date
United States	ALTA	20	Registered	86/392122	11-Sep-14	5134086	31-Jan-2017
United States	AMELIE	11	Registered	76/559844	29-Oct-03	2920516	25-Jan-2005
United States	AQUALINEA	19	Registered	77/046429	17-Nov-06	3419181	29-Apr-2008
United States	ARCHITECTONICS	19	Registered	76/551058	23-Sep-03	2881238	7-Sep-2004
United States	ARCHIVE	19	Registered	78/423746	24-May-04	2976103	26-Jul-2005
United States	BELDEN	20	Registered	86/392106	11-Sep-14	4896553	2-Feb-2016
United States	CAMPUS	19	Registered	78/397900	07-Apr-04	2947930	10-May-2005
United States	COTTAGE	19	Registered	75/235623	03-Feb-97	2137138	17-Feb-1998
United States	DISTRICT	19	Registered	85/665331	29-Jun-12	4589251	19-Aug-2014
United States	EASTON	06, 11, 20, 21	Registered	76/549851	22-Sep-03	2930259	8-Mar-2005
United States	ECHO	19	Registered	74/107483	15-Oct-90	1808477	30-Nov-1993
United States	ETOILE	11	Registered	73/453012	16-Nov-83	1449508	28-Jul-1987
United States	FLYTE	06, 11, 21	Registered	85/468242	09-Nov-11	4263444	25-Dec-2012
United States	FORMWORK	06, 11, 20, 21	Registered	86/043721	21-Aug-13	5129326	24-Jan-2017
United States	HENRY	11	Registered	85/019306	21-Apr-10	3994864	12-Jul-2011
United States	LUDLOW	06, 11, 21	Registered	86/043687	21-Aug-13	4733373	5-May-2015
United States	MEDOC	11	Registered	76/551384	23-Sep-03	2920483	25-Jan-2005
United States	METRIX	19	Registered	76/549859	22-Sep-03	2930260	8-Mar-2005
United States	OPUS	11, 20, 21	Registered	85/051384	01-Jun-10	4686568	17-Feb-2015
United States	R.W. ATLAS	11, 20	Registered	85/592962	09-Apr-12	4572845	22-Jul-2014
United States	REGULATOR	11	Registered	86/976066	21-Aug-13	4714331	31-Mar-2015

*Schedule A to Grant of Security Interest in Trademarks*

ny-1596239

**TRADEMARK**  
**REEL: 006712 FRAME: 0824**

United States	REGULATOR	11, 20, 21	Registered	86/043726	21-Aug-13	5513928	10-Jul-2018
United States	ROADSTER	06, 11, 21	Registered	85/152983	14-Oct-10	4096893	7-Feb-2012
United States	SAVOY	11	Registered	76/553259	22-Sep-03	2881270	7-Sep-2004
United States	TAURUS	19	Registered	86/043696	21-Aug-13	4960614	17-May-2016
United States	THE PERFECT BATH	41	Registered	86/867091	06-Jan-16	5131570	31-Jan-2017
United States	TM5	11	Cancelled	78/945422	04-Aug-06	3249561	5-Jun-2007
United States	TRANSIT	06, 11, 21	Registered	85/468231	09-Nov-11	4263443	25-Dec-2012
United States	WATERWORKS	11, 21	Registered	86/102598	27-Oct-13	4710428	31-Mar-2015
United States	WATERWORKS	24	Registered	78/582532	08-Mar-05	3298981	25-Sep-2007
United States	WATERWORKS	35	Registered	75/392777	19-Nov-97	2574814	4-Jun-2002
United States	WATERWORKS	42	Registered	74/670574	08-May-95	2219845	26-Jan-1999
United States	WATERWORKS (and Design)	42	Registered	73/161644	10-Mar-78	1122575	17-Jul-1979
United States	WATERWORKS KITCHEN	03, 20, 21, 24, 35	Registered	86/356418	04-Aug-14	5541226	14-Aug-2018
United States	WATERWORKS STUDIO	11, 19, 20, 21, 24, 35	Registered	77/846743	12-Oct-09	3986432	28-Jun-2011
United States	ARCADIA	06, 21	Cancelled	76/553258	22-Sep-2003	2886150	21-Sep-2004
United States	CITRINE	03	Cancelled	78/357282	26-Jan-2004	2923172	1-Feb-2005
United States	ETESIAN	03	Cancelled	78/357289	26-Jan-2004	2923173	1-Feb-2005
United States	NORFOLK	11	Cancelled	75/235617	3-Feb-1997	2142420	10-Mar-1998
United States	REDHILL	19	Abandoned	77336624	26-Nov-2007		

*Schedule A to Grant of Security Interest in Trademarks*

ny-1596239

**RECORDED: 08/06/2019**

**TRADEMARK  
REEL: 006712 FRAME: 0825**