

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM563822

SUBMISSION TYPE:	RESUBMISSION		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
RESUBMIT DOCUMENT ID:	900533580		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
NSA Industries L.L.C.		12/27/2019	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	Wintrust Bank, N.A., as administrative agent		
Street Address:	231 South LaSalle Street		
Internal Address:	2nd Floor		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60604		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3808990	CARTS VERMONT	
CORRESPONDENCE DATA			
Fax Number:	3177133699		
<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:	3177133531		
Email:	efstrademarks@taftlaw.com		
Correspondent Name:	Kristin H. Hardy		
Address Line 1:	One Indiana Square, Suite 3500		
Address Line 2:	Taft Stettinius & Hollister LLP		
Address Line 4:	Indianapolis, INDIANA 46204		
ATTORNEY DOCKET NUMBER:	WIN29-GN022		
NAME OF SUBMITTER:	Kristin H. Hardy		
SIGNATURE:	/Kristin H. Hardy/		
DATE SIGNED:	02/26/2020		
Total Attachments: 5			
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**AMENDED AND RESTATED INTELLECTUAL PROPERTY SECURITY
AGREEMENT**

This Amended and Restated Intellectual Property Security Agreement (this “**Agreement**”) is entered into as of December 27, 2019 by and between **WINTRUST BANK, N.A.**, a national banking association, formerly known as Wintrust Bank, its successors and assigns, as administrative agent (“**Agent**”) for the benefit of the Secured Parties (as defined in the Loan Agreement (defined below)) and **NSA INDUSTRIES L.L.C.**, a Delaware limited liability company (“**Grantor**”).

RECITALS

The Secured Parties have agreed to make certain advances of money and to extend certain financial accommodations to Grantor, KC Precision Machining, LLC, a Vermont limited liability company (“**KC**”), Metal Tronics, LLC, a Delaware limited liability company formerly known as NSA Massachusetts Acquisition, LLC (“**MT**”; and together with Grantor and KC the “**Original Borrowers**”), and Lincoln Acquisition, LLC, a New Hampshire limited liability company (“**Lincoln**” and together with the Original Borrowers, “**Borrowers**” and each of Lincoln, Grantor, KC and MT individually, a “**Borrower**”) under that certain Amended and Restated Loan and Security Agreement by and among Agent, Borrowers, and the other parties from time to time party thereto, dated as of the date hereof (as amended, supplemented or otherwise modified from time to time, the “**Loan Agreement**”). Pursuant to the terms of the Loan Agreement, Borrowers have granted to Agent, for the benefit of the Secured Parties, a security interest in their personal property constituting Collateral. Capitalized terms used herein are used as defined in the Loan Agreement.

NOW, THEREFORE, Grantor and Agent agree as follows:

AGREEMENT

To secure their obligations under the Loan Agreement and under any other agreement now existing or hereafter arising between Borrowers, Agent, the Secured Parties and any other Borrower, Grantor grants to Agent, for the benefit of the Secured Parties, a security interest in all of Grantor’s right, title and interest in, its Intellectual Property (including without limitation those copyrights, patents and trademarks listed on Exhibit A hereto) and 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.

Grantor represents and warrants that Exhibit A hereto sets forth any and all Intellectual Property rights in connection to which Grantor has registered or filed an application with either the United States Patent and Trademark Office or the United States Copyright Office. This Agreement may be executed in two or more counterparts, each of which shall be deemed an original but all of which together shall constitute the same instrument.

This Agreement is intended to amend the Intellectual Property Security Agreement, dated as of November 30, 2018, by and among Wintrust Bank and the Original Borrowers (the “**Existing**”

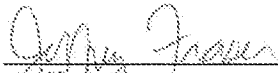
IP Security Agreement”), without novation, and, solely for the convenience of reference, to restate it. This Agreement shall amend and restate the Existing IP Security Agreement. Grantor hereby ratifies and confirms (a) that the security interests granted to Wintrust Bank, N.A., a national banking association, formerly known as Wintrust Bank, its successors and assigns, pursuant to the Existing IP Security Agreement shall remain outstanding and in full force and effect, as modified herein, in favor of Agent for the benefit of the Secured Parties, and shall continue to secure the Obligations and (b) all security interests and Liens created by the Existing IP Security Agreement are hereby ratified, confirmed and continued in favor of Agent.

[Signature page follows.]

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

BORROWERS:

NSA INDUSTRIES L.L.C.

By: 
Name: Jeffrey Fraser
Title: Controller

AGENT:

WINTRUST BANK, N.A.

By: Matt To
Name: Matt To: Picchio
Title: AVP

Signature Page to Amended and Restated Intellectual Property Security Agreement

EXHIBIT A

Intellectual Property

1. TRADEMARKS

Carts Vermont – U.S. Trademark
Owner: NSA Industries, L.L.C.
Type of Mark: Trademark
Status: Registered
Serial No.: 77589594
Filing Date: 10/9/2008
Registration No.: 3808990
Registration Date: 6/29/2010
Renewal Date: 6/29/2020

2. PATENTS

None.

3. COPYRIGHTS

None.