

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM579259

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	GRANT OF A SECURITY INTEREST -- TRADEMARKS		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Pace Industries, LLC		06/01/2020	Limited Liability Company: DELAWARE
Muskegon Castings, LLC		06/01/2020	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	TCW Asset Management Company LLC, as Agent		
Street Address:	1251 Avenue of the Americas		
Internal Address:	Suite 4700		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10020		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	0978427	EST	
Registration Number:	3706346	PACE INDUSTRIES	
Registration Number:	2912849		
Registration Number:	2904892	PORT CITY GROUP	
CORRESPONDENCE DATA			
Fax Number:	2125935955		
<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:	212-756-2132		
Email:	scott.kareff@srz.com		
Correspondent Name:	S. Kareff c/o Schulte Roth & Zabel LLP		
Address Line 1:	919 Third Avenue		
Address Line 2:	25th Floor		
Address Line 4:	New York,, NEW YORK 10022		
NAME OF SUBMITTER:	Scott Kareff (059182-0049)		
SIGNATURE:	/rr for sk/		

CH \$115.00 0978427

DATE SIGNED:	06/02/2020
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Total Attachments: 5

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**GRANT OF A SECURITY INTEREST
(TRADEMARKS)**

This Trademark Security Agreement (this "Trademark Security Agreement") is made as of June 1, 2020, by Pace Industries, LLC and Muskegon Castings, LLC (each a "Grantor" and collectively, the "Grantors"), in favor of TCW Asset Management Company LLC, as Agent, for the benefit of the Agent and the other Secured Parties (as such terms are used in the Opco Security Agreement referred to below) (in such capacity, together with its successors and permitted assigns, the "Grantee").

WHEREAS, the Grantors have adopted, used and are using, and hold all right, title and interest in and to, the trademarks and service marks listed on the attached Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Grantors have entered into the Pledge and Security Agreement, dated as of June 1, 2020 (as amended, restated, supplemented, modified or otherwise changed from time to time, the "Opco Security Agreement"), in favor of Grantee; and

WHEREAS, pursuant to the Opco Security Agreement, the Grantors have granted to the Grantee for the benefit of the Grantee and the other Secured Parties, a continuing security interest in all right, title and interest of the Grantors in, to and under the Trademarks, together with, among other things, the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (as used herein, the "IP Collateral"), to secure the payment, performance and observance of the Secured Obligations (as defined in the Opco Security Agreement).

NOW, THEREFORE, as collateral security for the payment, performance and observance of all of the Secured Obligations, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantors do hereby grant to the Grantee for the benefit of the Grantee and the other Secured Parties, a continuing security interest in and to the IP Collateral to secure the prompt payment, performance and observance of the Secured Obligations, and does hereby agree as follows:

All capitalized terms used but not otherwise defined herein have the meanings given to them in the Opco Security Agreement.

The Grantors do hereby further acknowledge and affirm that the rights and remedies of the Grantee with respect to the Collateral are more fully set forth in the Opco Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.


This Trademark Security Agreement may be executed in any number of counterparts and by different parties in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same

agreement. Delivery of an executed counterpart by facsimile or electronic mail shall be equally effective as delivery of an original executed counterpart.


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IN WITNESS WHEREOF, each Grantor has caused this Trademark Security Agreement to be duly executed by its officer thereunto duly authorized as of the date first set forth above.

PACE INDUSTRIES, LLC

By: 
Name: W. Craig Potter
Title: Chief Financial Officer



MUSKEGON CASTINGS, LLC

By: 
Name: W. Craig Potter
Title: Vice President

SCHEDULE A

Trademark Registrations and Applications

Registered Trademarks

<u>Trademark</u>	<u>For</u>	<u>a. Serial No.</u> <u>b. Date Filed</u>	<u>a. Registration</u> <u>b. No./Date</u>	<u>Recorded Owner</u>
EST	METAL CASTINGS; AND COMPONENTS OF FURNITURE – NAMELY, BASES AND BUSHINGS.	App 72/444387 App 22-DEC-1972	Reg. 978427 Reg. 12-FEB-1974	PACE INDUSTRIES, LLC
	MANUFACTURING OF GENERAL PRODUCT LINES IN THE FIELD OF ALUMINUM, MAGNESIUM AND ZINC PRODUCTS, INCLUDING LIGHTING, AUTOMOTIVE, MOTORCYCLES, MAJOR APPLIANCE, MILITARY APPLICATIONS AND OTHER INDUSTRIES, TO THE ORDER AND SPECIFICATIONS OF OTHERS; METAL FABRICATION AND FINISHING SERVICES.	App 77/503562 App 19-JUN-2008	Reg. 3706346 Reg. 03-NOV-2009	PACE INDUSTRIES, LLC
<i>Design Only</i> 	INT. CL. 40 MANUFACTURER OF ALUMINUM AND ZINC PRODUCTS TO ORDER AND/OR SPECIFICATION OF OTHERS	App 78266515 App 24-JUN-2003	Reg. 2912849 Reg. 21-DEC-2004	MUSKEGON CASTINGS, LLC

PORT CITY GROUP	INT. CL. 40 MANUFACTURER OF ALUMINUM AND ZINC PRODUCTS TO ORDER AND/OR SPECIFICATION OF OTHERS	App 78266506 App 24-JUN-2003	Reg. 2904892 Reg. 23-NOV-2004	MUSKEGON CASTINGS, LLC
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