

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM666479

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	TERMINATION AND RELEASE OF SECOND LIEN INTELLECTUAL PROPERTY SECURITY AGREEMENT		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CORTLAND CAPITAL MARKET SERVICES LLC		07/30/2021	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	PARAGON WATER SYSTEMS, INC.		
Street Address:	13805 MONROES BUSINESS PARK		
City:	TAMPA		
State/Country:	FLORIDA		
Postal Code:	33635		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	4309786	PARAGON COMMERCIAL	
Registration Number:	4365128	PARAGUARD	
Registration Number:	2612082	CLEAN & PURE	
Serial Number:	87499637	PARALEAD	
Serial Number:	87379471	PARAMAX	
Serial Number:	87370834		
CORRESPONDENCE DATA			
Fax Number:	6508385109		
<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:	650-838-3743		
Email:	jlik@shearman.com		
Correspondent Name:	SOPHIE ZANDER		
Address Line 1:	599 Lexington Avenue		
Address Line 2:	Shearman & Sterling LLP		
Address Line 4:	New York, NEW YORK 10022		
ATTORNEY DOCKET NUMBER:	35613/144		
NAME OF SUBMITTER:	SOPHIE ZANDER		

CH \$165.00 4309786

SIGNATURE:	/SOPHIE ZANDER/
DATE SIGNED:	08/10/2021
Total Attachments: 6 source=0 - IPSA Termination (2L) - Culligan (Paragon)#page1.tif source=0 - IPSA Termination (2L) - Culligan (Paragon)#page2.tif source=0 - IPSA Termination (2L) - Culligan (Paragon)#page3.tif source=0 - IPSA Termination (2L) - Culligan (Paragon)#page4.tif source=0 - IPSA Termination (2L) - Culligan (Paragon)#page5.tif source=0 - IPSA Termination (2L) - Culligan (Paragon)#page6.tif	

**TERMINATION AND RELEASE OF
SECOND LIEN INTELLECTUAL PROPERTY SECURITY AGREEMENT**

This **TERMINATION AND RELEASE OF SECOND LIEN INTELLECTUAL PROPERTY SECURITY AGREEMENT** (this “**Termination and Release**”) is granted as of July 30, 2021 by **CORTLAND CAPITAL MARKET SERVICES LLC**, as administrative agent and collateral agent (in such capacities, the “**Administrative Agent**”), in favor of **PARAGON WATER SYSTEMS, INC.**, a Delaware corporation (the “**Grantor**”).

WHEREAS, reference is made to that certain Second Lien US Pledge and Security Agreement, dated as of December 13, 2016 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time and in effect on the date hereof, the “**Security Agreement**”), among the Loan Parties party thereto and the Administrative Agent. The Second Lien Lenders (as defined below) have extended credit to the Borrowers (as defined in the Credit Agreement (as defined below) subject to the terms and conditions set forth in that certain Second Lien Credit Agreement, dated as of December 13, 2016 (as amended, restated, amended and restated, supplemented or otherwise modified and in effect on the date hereof, the “**Credit Agreement**”), by and among, inter alios, AI Aqua (Luxembourg) S.à r.l., a private limited liability company (société à responsabilité limitée) incorporated under the laws of the Grand Duchy of Luxembourg whose registered office is located at 2-4, rue Beck, L-1222 Luxembourg and registered with the Register of commerce and companies (Registre de commerce et des sociétés) of Luxembourg under number B 209670, AI Aqua Merger Sub, Inc., a Delaware corporation, the Lenders from time to time party thereto and the Administrative Agent.

WHEREAS, the Grantor executed and delivered that certain Second Lien Intellectual Property Security Agreement, dated as of April 8, 2020 (as may be amended, modified, restated, replaced, or supplemented from time to time, the “**Intellectual Property Security Agreement**”), granting to the Administrative Agent a continuing security interest in all of its right, title or interest in, to or under the Patents, Trademarks and Copyrights identified in Schedule I hereto;

WHEREAS, the Intellectual Property Security Agreement was recorded with the United States Patent and Trademark Office (“**USPTO**”) on March 12, 2018 at Reel 045569, Frame 0177 and Reel 006302, Frame 0703, and with the United States Copyright Office (“**USCO**”) on March 12, 2018 at Vol. [X], Doc. [X]; and

WHEREAS, the Grantor has requested that the Administrative Agent hereby terminates the Intellectual Property Security Agreement as herein provided.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent hereby agrees as follows:

1. **Definitions.** Unless otherwise defined herein, terms used herein shall have the meaning given to them in the Intellectual Property Security Agreement or Security Agreement, as applicable.
2. **Release.** The Administrative Agent hereby releases, terminates and discharges, without recourse or representation or warranty, express or implied, of any kind, the Administrative


Agent's security interest in and to the Patents, Trademarks and Copyrights identified in Schedule I hereto that was granted to the Administrative Agent pursuant to the Intellectual Property Security Agreement.

3. **Recordation.** The Administrative Agent hereby authorizes and requests that this Termination and Release be recorded with the USPTO and any other applicable governmental authority.
4. **Governing Law.** This Termination and Release shall be governed by, and construed in accordance with, the laws of the State of New York.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned has executed this Termination and Release by its duly authorized officer as of the date first above written.

**CORTLAND CAPITAL MARKET SERVICES
LLC**

By: 

Name: Joseph Mascherin
Title: Associate Counsel

[Signature Page to IPSA Termination (Paragon Water Systems, Inc.)]

**TRADEMARK
REEL: 007385 FRAME: 0114**

SCHEDULE I
TO
TERMINATION AND RELEASE OF INTELLECTUAL PROPERTY SECURITY
AGREEMENT

PATENTS AT REEL 045569, FRAME 0177

Patent	Patent Number	Issue Date	Owner Name
Water purifying apparatuses	7837876	11/23/2010	Paragon Water Systems, Inc.
Filter system with removable enhancement media	8308942	11/13/2012	Paragon Water Systems, Inc.
Filter system with removable enhancement media	8728313	5/20/2014	Paragon Water Systems, Inc.
Bypass valve for water filter system	8888998	11/18/2014	Paragon Water Systems, Inc.
Adjustable ventilation stack for a water filter system	8371452	2/12/2013	Paragon Water Systems, Inc.
Kitchen sink spray filter	D519604	4/25/2006	Paragon Water Systems, Inc.
Key for a water filter assembly	D610225	2/16/2010	Paragon Water Systems, Inc.
Water filter assembly having a key	D620549	7/27/2010	Paragon Water Systems, Inc.
Key for a water filter assembly	D690794	10/1/2013	Paragon Water Systems, Inc.
Key for a water filter assembly	D712008	8/26/2014	Paragon Water Systems, Inc.
Key for a water filter assembly	D690795	10/1/2013	Paragon Water Systems, Inc.
Key for a water filter assembly	D631527	1/25/2011	Paragon Water Systems, Inc.

PATENT APPLICATIONS AT 045569, FRAME 0177

Patent	Application Number	Application Date	Owner Name
Universal Filter Cartridge	13/659400	10/24/2012	Paragon Water Systems, Inc.

TRADEMARKS AT REEL 006302, FRAME 0703

Trademark	Registration Number	Registration Date	Owner Name
PARAGON COMMERCIAL	4309786	3/26/2013	Paragon Water Systems, Inc.
PARAGUARD	4365128	7/9/2013	Paragon Water Systems, Inc.
CLEAN & PURE	2612082	8/27/2002	Paragon Water Systems, Inc.

TRADEMARK APPLICATIONS AT REEL 006302, FRAME 0703

Trademark	Application Number	Application Date	Owner Name
PARALEAD	87499637	6/21/2017	Paragon Water Systems Inc.
PARAMAX	87379471	3/21/2017	Paragon Water Systems Inc.
Design Only	87370834	3/14/2017	Paragon Water Systems Inc.

EXECUTION VERSION

COPYRIGHTS AT VOL. [X], DOC. [X];

Copyright	Copyright Number	Registration Date	Owner Name
Water, clearly a present danger. Type of Work: Motion Picture	PA0000420201	6/22/1989	Paragon Water Systems, Inc.