

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM705883

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST IN TRADEMARKS		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CITIZENS BANK, N.A. (as successor by merger to Citizens Bank of Pennsylvania), as Collateral Agent		01/07/2022	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	Marvair, Inc.		
Street Address:	156 Seedling Drive		
City:	Cordele		
State/Country:	GEORGIA		
Postal Code:	31015		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 10			
Property Type	Number	Word Mark	
Registration Number:	5531100	CLASSAIRE	
Registration Number:	4689851	COIL COP	
Registration Number:	4689850	COIL COP	
Registration Number:	2669045	COMPAC	
Registration Number:	3868130	DYNAPACK	
Registration Number:	2666247	EUBANK	
Registration Number:	3755669	GREENCUBE	
Registration Number:	2666481	GREENWHEEL	
Registration Number:	4838574	INDUSTRIAL CLIMATE ENGINEERING	
Registration Number:	2728803	MARVAIR	
CORRESPONDENCE DATA			
Fax Number:			
<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:	2023704750		
Email:	ipteam@cogencyglobal.com		
Correspondent Name:	Jennifer Tindie		

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Address Line 1: 1025 Connecticut Ave., NW, Suite 712
Address Line 2: COGENY GLOBAL INC.
Address Line 4: Washington, D.C. 20036

ATTORNEY DOCKET NUMBER:	1586629
NAME OF SUBMITTER:	Theresa Volano
SIGNATURE:	/Theresa Volano/
DATE SIGNED:	02/01/2022

Total Attachments: 6
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RELEASE OF SECURITY INTEREST IN TRADEMARKS

This **RELEASE OF SECURITY INTEREST IN TRADEMARKS** (the “Release”), dated as of January 7, 2022 is made by **CITIZENS BANK, N.A.** (as successor by merger to Citizens Bank of Pennsylvania), as Collateral Agent (in such capacity, together with its successors and assigns in such capacity, the “Agent”), in favor of Marvair, Inc., a Delaware corporation (“Marvair” or the “Grantor”). All capitalized terms used but not otherwise defined herein have the meanings given to them in the ABL Credit Agreement, the Security Agreement or the ABL Trademark Security Agreement (each as defined below), as applicable.

WHEREAS, pursuant to that certain (i) ABL Credit Agreement, dated as of April 27, 2018 (as amended by the Amendment No. 1 to ABL Credit Agreement, dated as of December 23, 2019, as further amended by Amendment No. 2 to ABL Credit Agreement, dated as of September 1, 2021 and as further amended, restated, amended and restated, supplemented or otherwise modified from time to time) (the “ABL Credit Agreement”) by and among inter alios, AirX MidCo Holdings, LLC, a Delaware limited liability company (“Holdings”), Marvair, the Lenders, the Issuing Banks and the Agent; (ii) ABL Pledge and Security Agreement dated as of April 27, 2018 (as supplemented by that certain Supplement No. 1 dated as of May 7, 2019, that certain Supplement No. 2 dated as of December 31, 2019 and as further amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “Security Agreement”), by and among inter alios, Holdings, Marvair, the Subsidiary Guarantors from time to time party thereto and the Agent; and (iii) ABL Trademark Security Agreement dated as of December 31, 2019 (the “ABL Trademark Security Agreement”) among Marvair and the Agent recorded with the United States Patent and Trademark Office (the “USPTO”) on January 3, 2020 at Reel/Frame No. 6830/0861, the Grantor granted to the Agent, for the benefit of the Secured Parties, a security interest in the Grantor’s right, title and interest in and to certain trademarks and service mark registrations and applications, identified in Schedule A attached hereto (such scheduled trademarks and registrations and applications, the “Trademarks”).

WHEREAS, the Grantor has requested that the Agent release and reassign its interest in the Trademarks to the Grantor.

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

The Agent, on behalf of the Secured Parties, hereby:

1. Discharges, relinquishes, terminates, cancels and releases the lien on and any and all right, title and interest in and to: (i) the Trademarks, (ii) all extensions and renewals of and amendments to the Trademarks, (iii) any and all royalties, fees, income, payments and other proceeds now or hereafter due or payable with respect to the Trademarks, (iv) any and all claims and causes of action, with respect to the Trademarks, whether occurring before, on or after the date hereof, including all rights to and claims for damages, restitution and injunctive and other legal and equitable relief for past, present and future infringement, misappropriation, violation, misuse, breach or default, with the right but no obligation to sue for such legal and equitable relief and to collect, or otherwise recover, any such damages and/or (v) any goodwill associated with the Trademarks, without recourse or representation or warranty, express or implied of any kind;

2. Reassigns to the Grantors any and all liens, security interests, right, title and interest of the Agent pursuant to the Trademark Security Agreements in the Trademarks, without recourse or representation or warranty, express or implied, of any kind; and

3. Authorizes and requests that the USPTO note and record the existence of the release hereby given.

4. This Release shall be governed by, and construed in accordance with, the laws of the State of New York. This Release may be executed in counterparts (and by different parties hereto in different counterparts), each of which shall constitute an original, but all of which when taken together shall constitute a single contract. Delivery of an executed counterpart of a signature page of this Release by telecopier or other electronic transmission (PDF or TIFF format) shall be effective as delivery of a manually executed counterpart of this Release. Any signature to this Release may be delivered by facsimile, electronic mail (including pdf) or any electronic signature complying with the U.S. federal ESIGN Act of 2000 or the New York Electronic Signature and Records Act or other transmission method and any counterpart so delivered shall be deemed to have been duly and validly delivered and be valid and effective for all purposes to the fullest extent permitted by applicable law. Each of the parties hereto represents and warrants to the other parties hereto that it has the corporate capacity and authority to execute this Release through electronic means and there are no restrictions for doing so in such party's constitutive documents.

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Executed as of the date first written.



CITIZENS BANK, N.A. (AS SUCCESSOR
BY MERGER TO CITIZENS BANK OF
PENNSYLVANIA),
as Administrative Agent



By: Terrence Broderick
Name: Terrence Broderick
Title: Senior Vice President


[Signature Page to ABL Release of Security Interest in Trademarks]

Schedule A

TRADEMARKS

TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services	Grantor
<p>CLASSAIRE</p> <p>SN: 87-304026 RN: 5,531,100</p>	<p>Registered: July 31, 2018</p> <p>Filed: January 17, 2017</p>	<p>(Int'l Class: 11) Air conditioners; Heat pumps</p>	<p>Marvair, Inc.</p>
<p>COIL COP</p>  <p>SN: 86-162366 RN: 4,689,851</p>	<p>Registered: February 17, 2015</p> <p>Int'l Class: 9 First Use: January 21, 2014 Filed: January 10, 2014 Published: June 10, 2014 Allowed: August 5, 2014</p>	<p>(Int'l Class: 9) Theft deterrent system comprised of electronic alarm circuit, alarm sensors and alarm siren for air conditioners and heat pumps</p>	<p>Marvair, Inc.</p>
<p>COIL COP and Design</p>  <p>SN: 86-162345 RN: 4,689,850</p>	<p>Registered: February 17, 2015</p> <p>Int'l Class: 9 First Use: January 21, 2014 Filed: January 10, 2014 Published: June 10, 2014 Allowed: August 5, 2014</p>	<p>(Int'l Class: 9) Theft deterrent system comprised of electronic alarm circuit, alarm sensors and alarm siren for air conditioners and heat pumps</p>	<p>Marvair, Inc.</p>

TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services	Grantor
<p>COMPAC</p> <p>SN: 76-388944 RN: 2,669,045</p>	<p>Renewed December 31, 2012</p> <p>Int'l Class: 11 First Use: April, 1987 Filed: March 28, 2002 Published: October 8, 2002 Registered: December 31, 2002</p>	(Int'l Class: 11) Air conditioners	Marvair, Inc.
<p>DYNAPACK</p> <p></p> <p>SN: 77-652268 RN: 3,868,130</p>	<p>Registered 8 & 15 March 4, 2016</p> <p>Int'l Class: 11 First Use: June 24, 2010 Filed: January 19, 2009 Published: May 5, 2009 Allowed: July 28, 2009 Registered October 26, 2010</p>	(Int'l Class: 11) Packaged air conditioner and gas heater for indoor wall-mounting	Marvair, Inc.
<p>EUBANK</p> <p>RN: 2,666,247</p>	<p>Renewed</p> <p>Filed: February 4, 2002 Registered: December 24, 2002</p>	(Int'l Class: 11) Heating and air conditioning units and parts therefor sold together as a unit	Marvair, Inc.
<p>GREENCUBE</p> <p></p> <p>SN: 77-585938 RN: 3,755,669</p>	<p>Registered 8 & 15 April 2, 2015</p> <p>Int'l Class: 11 First Use: October 7, 2009 Filed: October 6, 2008 Published: February 24, 2009 Allowed: May 19, 2009 Registered March 2, 2010</p>	(Int'l Class: 11) Energy recovery ventilators for hvac units	Marvair, Inc.

TM/SN/RN/Disclaimer	Status/Key Dates	Full Goods/Services	Grantor
<p>GREENWHEEL</p> <p>SN: 76-388943 RN: 2,666,481</p>	<p>Renewed December 24, 2012</p> <p>Int'l Class: 11 First Use: June, 1993 Filed: March 28, 2002 Published: October 1, 2002 Registered: December 24, 2002</p>	<p>(Int'l Class: 11) Energy recovery ventilator</p>	<p>Marvair, Inc.</p>
<p>INDUSTRIAL CLIMATE ENGINEERING</p>  <p>SN: 86-308246 RN: 4,838,574</p> <p>SUPPLEMENTAL REGISTER</p>	<p>Registered: October 20, 2015</p> <p>Int'l Class: 11 First Use: January 26, 2015 Filed: June 12, 2014</p>	<p>(Int'l Class: 11) Air conditioners</p>	<p>Marvair, Inc.</p>
<p>MARVAIR</p> <p>SN: 76-388942 RN: 2,728,803</p>	<p>Renewed June 24, 2013</p> <p>Int'l Class: 9, 11 First Use: 1975 Filed: March 28, 2002 Published: April 1, 2003 Registered: June 24, 2003</p>	<p>(Int'l Class: 9) Thermostats and electronic controls for use with air conditioners (Int'l Class: 11) Air conditioners and heat pumps</p>	<p>Marvair, Inc.</p>