

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM846268

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
XYZ Roofco, LLC		10/16/2023	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Synovus Bank, as agent		
<b>Street Address:</b>	1148 Broadway		
<b>City:</b>	Columbus		
<b>State/Country:</b>	GEORGIA		
<b>Postal Code:</b>	31901		
<b>Entity Type:</b>	Chartered Bank: GEORGIA		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	5495926	PERIMETER ROOFING	
<b>Registration Number:</b>	5495927	PERIMETER ROOFING	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>			
<b>Phone:</b>	714.668.6200		
<b>Email:</b>	johnkline@paulhastings.com		
<b>Correspondent Name:</b>	John Kline		
<b>Address Line 1:</b>	695 Town Center Drive		
<b>Address Line 2:</b>	Seventeenth Floor		
<b>Address Line 4:</b>	Costa Mesa, CALIFORNIA 92626		
<b>NAME OF SUBMITTER:</b>	John Kline		
<b>SIGNATURE:</b>	/s/ John Kline		
<b>DATE SIGNED:</b>	10/16/2023		
<b>Total Attachments: 4</b>			
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**TRADEMARK SECURITY AGREEMENT**

This **TRADEMARK SECURITY AGREEMENT** (this “Agreement”), dated as of October 16, 2023, made by XYZ ROOFCO, LLC, a Delaware limited liability company (the “Grantor”), in favor of SYNOVUS BANK (“Synovus”), as agent (Synovus, in such capacity, the “Agent”) for the lenders (the “Lenders”) that are party to that certain Revolving Credit, Term Loan and Security Agreement, dated as of the date hereof (as the same may be amended, restated, supplemented, waived or otherwise modified from time to time, the “Credit Agreement”), among the Agent, the Grantor, SMC ROOFING SOLUTIONS, LLC, a Delaware limited liability company (“Holdings”, and together with each Guarantor party thereto from time to time, the “Guarantors” and each a “Guarantor”), the Lenders and the other parties thereto.

SECTION 1. Definitions. Unless otherwise defined herein or the context otherwise requires, terms used in this Agreement, including its preamble and recitals, have the meanings provided or provided by reference in the Credit Agreement.

SECTION 2. Confirmation of Grant of Security Interest. The Grantor hereby confirms that it granted to the Agent, for the benefit of the Secured Parties, a security interest in all of the Grantor’s right, title and interest in and to all trademarks now owned or at any time hereafter acquired by the Grantor (including, without limitation, those items listed on Schedule I hereto) and including the goodwill of the business symbolized thereby, and to the extent not otherwise included, all proceeds of the foregoing, as collateral security for the prompt and complete payment and performance when due (whether at the stated maturity, by acceleration or otherwise) of the Obligations of the Grantor, except that no security interest is or will be granted pursuant hereto in any assets excluded from the Collateral under the Credit Agreement.

SECTION 3. Recordation. This Agreement has been executed and delivered by the Grantor for the purpose of recording the grant of security interest with the United States Patent and Trademark Office.

SECTION 4. Purpose. This Agreement is expressly subject to the terms and conditions of the Credit Agreement. The Credit Agreement (and all rights and remedies of the Secured Parties thereunder) shall remain in full force and effect in accordance with its terms.

SECTION 5. Acknowledgment. The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Secured Parties with respect to the security interest in the trademarks are more fully set forth in the Credit Agreement. In the event that any provision of this Agreement is deemed to conflict with the Credit Agreement, the provisions of the Credit Agreement shall control.

SECTION 6. Counterparts. This Agreement may be executed by one or more of the parties to this Agreement on any number of separate counterparts (including by facsimile and other electronic transmission), and all of said counterparts taken together shall be deemed to constitute one and the same instrument.


\* \* \*

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK.]

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed and delivered by its respective officer thereunto duly authorized as of the day and year first above written.

**GRANTORS:**

**XYZ ROOFCO, LLC**

By:   
Name: Scott R. Rivard  
Title: President

[Signature Page to Trademark Security Agreement]

**TRADEMARK**  
**REEL: 008229 FRAME: 0313**

ACCEPTED AND ACKNOWLEDGED  
BY AGENT:

SYNOVUS BANK, AS AGENT


By: Barbara Mulligan  
Name: Barbara Mulligan  
Title: Director

[Signature Page to Trademark Security Agreement]

TRADEMARK  
REEL: 008229 FRAME: 0314

**SCHEDULE I**

**TRADEMARKS**

TRADEMARK/ REG. NO./ SERIAL NO./ DISCLAIMER	STATUS/KEY DATES	RELEVANT GOODS AND SERVICES	OWNER
<p>PERIMETER ROOFING and Design</p>  <p>RN: 5495926 SN: 87588417</p> <p><b>DISCLAIMER: "ROOFING"</b></p>	<p>Registered, June 19, 2018 Int'l Class: 37</p> <p>First Use: November 18, 2016</p> <p>Filed: August 29, 2017</p> <p>Registered: June 19, 2018</p> <p>Register Type: Principal Register</p>	<p>Int'l Class: 37 (Int'l Class: 37)</p> <p>Roofing consultation; Roofing contracting; Roofing installation; Roofing repair; Roofing services; Repair of roofing</p>	<p>XYZ Roofco, LLC</p>
<p>PERIMETER ROOFING</p> <p>RN: 5495927 SN: 87588426</p> <p><b>DISCLAIMER: "ROOFING"</b></p>	<p>Registered, June 19, 2018 Int'l Class: 37</p> <p>First Use: November 18, 2016</p> <p>Filed: August 29, 2017</p> <p>Registered: June 19, 2018</p> <p>Register Type: Principal Register</p>	<p>Int'l Class: 37 (Int'l Class: 37)</p> <p>Roofing consultation; Roofing contracting; Roofing installation; Roofing repair; Roofing services; Repair of roofing</p>	<p>XYZ Roofco, LLC</p>