

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<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>
Williams Advanced Materials Inc.		11/07/2007	CORPORATION: NEW YORK
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	JPMorgan Chase Bank, National Association, as Administrative Agent		
<b>Street Address:</b>	10 South Dearborn Street		
<b>City:</b>	Chicago		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60603		
<b>Entity Type:</b>	National Association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	1293586	WILLIAMS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(214)981-3400		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	214-981-3483		
<b>Email:</b>	dclark@sidley.com		
<b>Correspondent Name:</b>	Dusan Clark, Esq.		
<b>Address Line 1:</b>	Sidley Austin LLP		
<b>Address Line 2:</b>	717 N. Harwood St., Suite 3400		
<b>Address Line 4:</b>	Dallas, TEXAS 75201		
<b>ATTORNEY DOCKET NUMBER:</b>	36084-36090		
<b>NAME OF SUBMITTER:</b>	Dusan Clark		
<b>Signature:</b>	/Dusan Clark/		
<b>Date:</b>	05/01/2008		

**CH \$40.00 1293586**

**Total Attachments: 3**

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**CONFIRMATORY GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS**

THIS CONFIRMATORY GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS (the "Confirmatory Grant") is made effective as of November 7, 2007 by and from WILLIAMS ADVANCED MATERIALS INC., a New York corporation (the "Grantor"), to and in favor of JPMORGAN CHASE BANK, NATIONAL ASSOCIATION, (the "Grantee") for itself and as Administrative Agent for the Lenders (as defined in the Credit Agreement referenced below).

WHEREAS, Brush Engineered Materials Inc. (the "Company") (together with the Lenders) and Grantee have entered into a Credit Agreement dated as of November 7, 2007 (as may be amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement").

WHEREAS, the Grantor, along with certain other Subsidiaries of the Company, has guaranteed the repayment of the Secured Obligations pursuant to a Guaranty dated November 7, 2007 (as may be amended, restated, supplemented or otherwise modified from time to time, the "Guaranty").

WHEREAS, the Company, the Grantor and certain Subsidiaries of the Company have entered into a Pledge and Security Agreement dated November 7, 2007 (as may be amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement").

WHEREAS, the Grantor owns the trademarks (the "Trademarks") listed on Exhibit A attached hereto, which Trademarks are pending or registered with the United States Patent and Trademark Office.

WHEREAS, this Confirmatory Grant has been granted in conjunction with the security interest granted to Grantee under the Security Agreement. The rights and remedies of Grantee with respect to the security interest granted herein are without prejudice to and are in addition to those set forth in the Security Agreement and the other Loan Documents, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Confirmatory Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is hereby agreed that:

1) Definitions. All capitalized terms not defined herein shall have the respective meaning given to them in the Credit Agreement.

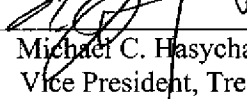
2) The Security Interest.

(a) This Confirmatory Grant is made to secure the satisfactory performance and payment of (i) all the Secured Obligations and (ii) all of the obligations and liabilities of the Subsidiary Guarantors under the Guaranty. Upon the payment in full of all Secured Obligations (other than contingent indemnification obligations), Grantee shall promptly, upon such satisfaction, execute, acknowledge, and deliver to Grantor all reasonably requested instruments in writing releasing the security interest in the Trademarks acquired under this Confirmatory Grant.

(b) The Grantor hereby grants to Grantee a security interest in (1) all of Grantor's right, title and interest in and to the Trademarks set forth in Exhibit A now owned or from time to time after the date hereof owned or acquired by the Grantor, together with (2) all proceeds of the Trademarks, (3) the goodwill associated with such Trademarks and (4) all causes of action arising prior to or after the date hereof for infringement of the Trademarks or unfair competition regarding the same.

IN WITNESS WHEREOF, the Grantor has executed this Confirmatory Grant of Security Interest effective as of the date first written above.

WILLIAMS ADVANCED MATERIALS INC.

By:   
Name: Michael C. Hasychak  
Title: Vice President, Treasurer and Secretary

STATE OF OHIO                    )  
CUYAHOGA COUNTY                )

On November \_\_, 2007, before me, Susan M. Zaecher, Notary Public, personally appeared Michael C. Hasychak, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument, the person, or the entity upon behalf of which the person acted, executed the instrument.

(SEAL)


  
Notary Public, State of Ohio  
My Commission Expires: 1/24/09

Exhibit A - Schedule of Trademarks  
 (to Confirmatory Grant of Security Interest in U.S. Trademarks)

Mark/Case No.	Country	Subsidiary	App. No.	App. Date	Reg. No.	Reg. Date	Goods/Class	Status/Next Renewl. Date
WILLIAMS (04261)	United States of America	WAM	73/326,786	4-Sep-1981	1,293,586	11-Sep-1984	Chemical products used in the manufacture of dental devices - namely, wetting agents and solutions for wetting wax patterns so investment slurry will wet patterns for mold making, fluxes for control of oxides in casting and in soldering (brazing); pickling solutions for removing oxide scale from metal surfaces after casting dental devices (001); Abrasive blasting compounds for cleaning metal surfaces in the dental and jewelry industries, cleaning solutions for use in the dental and jewelry industries and polishing compounds for polishing cast metals in the dental and jewelry industries (003); Dental materials for preparation of fillings- namely, casting alloys, direct filling gold (pure gold and alloy), solder (brazing) alloy for making connections between cast restorations, matrix foil, surface modifiers, mercury, porcelain, porcelain liquids, porcelain separators and sealers; and plastic or wax patterns for forming molds used to cast dental appliances (005); Metallic materials-namely, primary nickel-, iron	Registered Next Renewal Date 11-Sep-2014