

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

Assignment ID: TMI118787

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Assignment of Trademark Security Interests	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Barclays Bank PLC		03/25/2024	Public Limited Company: UNITED KINGDOM
RECEIVING PARTY DATA			
Company Name:	UBS AG, Stamford Branch, as Successor Agent		
Street Address:	600 Washington Boulevard		
City:	Stamford		
State/Country:	CONNECTICUT		
Postal Code:	06901		
Entity Type:	Bank: SWITZERLAND		
PROPERTY NUMBERS Total: 48			
Property Type	Number	Word Mark	
Registration Number:	4433640	ALWAYS WORKING.	
Registration Number:	4345784	PARAGON	
Registration Number:	2854554	PARA-TRAC	
Registration Number:	4394978		
Registration Number:	2965018	ACTIVATION	
Registration Number:	2951506	AIR-DRECO	
Registration Number:	2951505	FAUVER	
Registration Number:	967004	PABCO	
Registration Number:	2966522	SUNSOURCE	
Registration Number:	2326041		
Registration Number:	2321260	NATIONAL MINE SERVICE	
Registration Number:	3288541	NATIONAL MINE SERVICE	
Registration Number:	3804287	UC UNITED CENTRAL INDUSTRIAL SUPPLY	
Registration Number:	3126922	TRIUNE	
Registration Number:	4062901	GOODING RUBBER	
Registration Number:	2614555	GHX	
Registration Number:	3872482	THE EXPERT FIT	
Registration Number:	2806759	QUICKCRIMP	
Registration Number:	5229378	GHXTRACKER	

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Property Type	Number	Word Mark
Registration Number:	5229408	GHXTRACKER ELECTRONIC ASSET MANAGEMENT
Registration Number:	4946483	UDG THE UNITED DISTRIBUTION GROUP INC
Registration Number:	4438911	MCCARTY EQUIPMENT COMPANY
Registration Number:	5129295	XPOWER
Registration Number:	5129296	XPOWER
Registration Number:	4646035	UDG THE UNITED DISTRIBUTION GROUP INC
Registration Number:	4516463	XPOWER
Registration Number:	4760820	XPOWER
Registration Number:	4516493	XPOWER
Registration Number:	4760826	XPOWER
Registration Number:	5106451	XPOWER CARBON INJECTION HOSE ASSEMBLY
Registration Number:	4428552	CAROTEK
Registration Number:	2442074	K + S SERVICES
Registration Number:	4865243	ELECTRO-MATIC
Registration Number:	1907105	EM
Registration Number:	4372170	FACTORY VISION
Registration Number:	5880504	FUSIONBILLBOARD
Registration Number:	5698023	FUSIONPLUS
Registration Number:	5698022	FUSIONPRO
Registration Number:	5698021	FUSION
Registration Number:	3205343	HYPERION
Registration Number:	4557054	TURNING INNOVATION INTO VALUE
Registration Number:	4372498	EM
Registration Number:	4376296	4U2SEE
Registration Number:	2661424	APPLIED CONTROLS
Registration Number:	4320824	DRIVING TECHNOLOGY TO YOUR BOTTOM LINE
Registration Number:	4261427	POWERBREAK
Registration Number:	2531596	TECHNOLOGY TAKEOUT
Registration Number:	2482122	TECHTOBERFEST

CORRESPONDENCE DATA

Fax Number:

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.

Phone: 8007130755

Email: Michael.Violet@wolterskluwer.com

Correspondent Name: Michael Violet

Address Line 1: 4400 Easton Commons Way

Address Line 2: Suite 125

Address Line 4: Columbus, OHIO 43219

NAME OF SUBMITTER:	Michael Violet
SIGNATURE:	Michael Violet
DATE SIGNED:	03/25/2024
Total Attachments: 10 source=27. SunSource - Trademark Notice of Change in Agency#page1.tif source=27. SunSource - Trademark Notice of Change in Agency#page2.tif source=27. SunSource - Trademark Notice of Change in Agency#page3.tif source=27. SunSource - Trademark Notice of Change in Agency#page4.tif source=27. SunSource - Trademark Notice of Change in Agency#page5.tif source=27. SunSource - Trademark Notice of Change in Agency#page6.tif source=27. SunSource - Trademark Notice of Change in Agency#page7.tif source=27. SunSource - Trademark Notice of Change in Agency#page8.tif source=27. SunSource - Trademark Notice of Change in Agency#page9.tif source=27. SunSource - Trademark Notice of Change in Agency#page10.tif	

NOTICE OF SUCCESSION OF AGENCY

REEL/FRAME 6225/0652; 6225/0659; 6415/0464; 6415/0502; 6415/0631; 7048/0779; 8308/0594;
7589/0720

This NOTICE OF SUCCESSION OF AGENCY (this "Notice"), dated as of March 25, 2024 (the "Effective Date"), is executed by Barclays Bank PLC, in its capacity as resigning Collateral Agent for the Secured Parties under the Security Agreement (as defined below) (the "Prior Agent"), and UBS AG, Stamford Branch, in its capacity as successor Collateral Agent for the Secured Parties under the Security Agreement (the "Successor Agent").

WHEREAS, pursuant to that certain Term Loan Credit Agreement, dated as of December 11, 2017, by and among SunSource Borrower, LLC, a Delaware limited liability company (formerly known as CD&R Hydra Buyer, Inc.) (the "Borrower Representative"), STS Operating, Inc., a Delaware corporation (the "OpCo Borrower"), the Lenders from time to time party thereto and the Prior Agent (as supplemented by that certain Increase Supplement, dated as of April 30, 2018 and that certain Increase Supplement, dated as of August 15, 2018, as amended by that certain First Amendment to Term Loan Credit Agreement, dated as of September 13, 2018, as amended by that certain Second Amendment to Term Loan Credit Agreement, dated as of March 1, 2021, as amended by that certain Third Amendment to Term Loan Credit Agreement, dated as of April 10, 2023, and as further amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Credit Agreement"), the Prior Agent and certain Loan Parties entered into that certain Term Loan Guarantee and Collateral Agreement, dated as of December 11, 2017 (as supplemented by that certain Supplemental Agreement, dated as of April 30, 2018, that certain Supplemental Agreement, dated as of August 15, 2018, that certain Supplemental Agreement, dated as of March 4, 2019, that certain Supplemental Agreement, dated as of September 10, 2020, that certain Supplemental Agreement, dated as of December 2, 2021, that certain Supplemental Agreement, dated as of January 28, 2022, and that certain Supplemental Agreement, dated as of September 9, 2022, and as further amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Security Agreement"), that certain Term Loan Notice and Confirmation of Grant of Security Interest in Trademarks, dated as of December 11, 2017 (the "First December 2017 Trademark Security Agreement"), that certain Term Loan Notice and Confirmation of Grant of Security Interest in Trademarks, dated as of December 11, 2017 (the "Second December 2017 Trademark Security Agreement"), that certain Term Loan Notice and Confirmation of Grant of Security Interest in Trademarks, dated as of August 15, 2018 (the "First August 2018 Trademark Security Agreement"), that certain Term Loan Notice and Confirmation of Grant of Security Interest in Trademarks, dated as of August 15, 2018 (the "Second August 2018 Trademark Security Agreement"), that certain Term Loan Notice and Confirmation of Grant of Security Interest in Trademarks, dated as of August 15, 2018 (the "Third August 2018 Trademark Security Agreement"), that certain Term Loan Notice and Confirmation of Grant of Security Interest in Trademarks, dated as of September 10, 2020 (the "September 2020 Trademark Security Agreement"), that certain Term Loan Notice and Confirmation of Grant of Security Interest in Trademarks, dated as of December 2, 2021 (the "December 2021 Trademark Security Agreement"), that certain Term Loan Notice and Confirmation of Grant of Security Interest in Trademarks, dated as of January 28, 2022 (the "January 2022 Trademark Security Agreement" and, together with First December 2017 Trademark Security Agreement, Second December 2017 Trademark Security Agreement, First August 2018 Trademark Security Agreement, Second August 2018 Trademark Security Agreement, Third August 2018 Trademark Security Agreement, September 2020 Trademark Security Agreement and December 2021 Trademark Security Agreement, the "Trademark Security Agreements"), pursuant to which the Grantors (as defined in the Security Agreement), as applicable, granted a security interest in and to certain collateral;

WHEREAS, the First December 2017 Trademark Security Agreement was recorded with the United States Patent and Trademark Office on December 11, 2017 at Reel/Frame 6225/0652, the Second

December 2017 Trademark Security Agreement was recorded with the United States Patent and Trademark Office on December 11, 2017 at Reel/Frame 6225/0659, the First April 2018 Trademark Security Agreement was recorded with the United States Patent and Trademark Office on August 16, 2018 at Reel/Frame 6415/0464, the Second April 2018 Trademark Security Agreement was recorded with the United States Patent and Trademark Office on August 16, 2018 at Reel/Frame 6415/0502, the Third April 2018 Trademark Security Agreement was recorded with the United States Patent and Trademark Office on August 16, 2018 at Reel/Frame 6415/0631, the September 2020 Trademark Security Agreement was recorded with the United States Patent and Trademark Office on September 10, 2020 at Reel/Frame 7048/0779, the December 2021 Trademark Security Agreement was recorded with the United States Patent and Trademark Office on January 4, 2024 at Reel/Frame 8308/0594 and the January 2022 Trademark Security Agreement was recorded with the United States Patent and Trademark Office on January 28, 2022 at Reel/Frame 7589/0720, with respect to the trademarks identified on Schedule A attached hereto;

WHEREAS, the Credit Agreement was amended pursuant to that certain Fourth Amendment to Term Loan Credit Agreement (the "Amendment"), dated as of the date hereof, by and among the Borrower Representative, the OpCo Borrower, Ryan Herco Products Corp., a California corporation, McCarty Equipment Co., Ltd., a Texas corporation, The United Distribution Group Inc., a Delaware corporation, the First Refinancing Term Lenders (as defined therein), the Prior Agent and the Successor Agent and in connection with the transactions under the Amendment, the Borrower Representative, the Prior Agent and the Successor Agent have entered into that certain Agency Transfer Agreement, dated as of the date hereof (the "Agency Transfer Agreement"), whereby the Prior Agent resigned as Collateral Agent and is succeeded to and replaced by the Successor Agent as successor Collateral Agent;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. Defined Terms. All capitalized terms used, but not otherwise defined herein, shall have the respective meanings ascribed in or otherwise referenced in the Agency Transfer Agreement or the Credit Agreement, as applicable.
2. Succession and Replacement of Agency. Pursuant to the terms and conditions set forth in the Agency Transfer Agreement, the Prior Agent has ceased to be Collateral Agent under such capacity and is succeeded to and replaced by the Successor Agent as Collateral Agent under such capacity. Nothing herein shall be deemed to terminate, interrupt or impair the continuity of the security interest in the collateral originally granted to the Prior Agent under the Trademark Security Agreements, which security interest is now succeeded by and transferred to the Successor Agent.

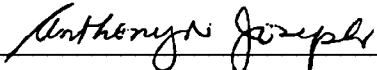
IN WITNESS WHEREOF, the parties have executed this Notice effective as of the Effective
Date:



BARCLAYS BANK PLC, as Prior Agent



By:
Name: Craig Malloy
Title: Director

UBS AG, STAMFORD BRANCH, as
Successor Agent


By: 
Name: _____
Title: **Anthony N Joseph**
Associate Director

By: 
Name: _____
Title:  **Muhammad Afzal, Director**



Schedule A

Trademarks


REEL/FRAME 6225/0652




Owner	Mark	Status	Reg. No.	Reg. Date
Paragon Technologies Incorporated	Always Working	Registered	4433640	11/12/2013
Paragon Technologies Incorporated	Paragon	Registered	4345784	6/04/2013
Paragon Technologies Incorporated	Paratrac and Design	Registered	2854554	6/15/2004
Paragon Technologies Incorporated	Ring Logo 	Registered	4394978	9/03/2013

REEL/FRAME 6225/0659

Owner	Mark	Status	Reg. No.	Reg. Date
STS Operating, Inc.	Activation	Registered	2965018	7/05/2005
STS Operating, Inc.	Air-Dreco	Registered	2951506	5/17/2005
STS Operating, Inc.	Fauver	Registered	2951505	5/17/2005
STS Operating, Inc.	Pabco and Design 	Registered	0967004	8/28/1973
STS Operating, Inc.	SunSource and Design 	Registered	2966522	7/12/2005

REEL/FRAME 6415/0464

Owner	Mark	Status	Reg. No.	Reg. Date
UNITED CENTRAL INDUSTRIAL SUPPLY COMPANY	Design only 	Registered	2,326,041	03/07/2000
UNITED CENTRAL INDUSTRIAL SUPPLY COMPANY	NATIONAL MINE SERVICE	Registered	2,321,260	02/22/2000

Owner	Mark	Status	Reg. No.	Reg. Date
United Central Industrial Supply Company, L.L.C.	NATIONAL MINE SERVICE 	Registered	3,288,541	09/04/2007
United Central Industrial Supply Company, L.L.C.	UC UNITED CENTRAL INDUSTRIAL SUPPLY  UNITED CENTRAL INDUSTRIAL SUPPLY	Registered	3,804,287	06/15/2010
UNITED CENTRAL INDUSTRIAL SUPPLY COMPANY, LLC	TRIUNE TRIUNE	Registered	3,126,922	08/08/2006
United Central Industrial Supply Company, L.L.C.	GOODING RUBBER 	Registered	4,062,901	11/29/2011

REEL/FRAME 6415/0502

Owner	Mark	Status	Reg. No.	Reg. Date
GHX INDUSTRIAL, LLC	GHX GHX	Registered	2,614,555	09/03/2002
GHX Industrial, LLC	THE EXPERT FIT The Expert Fit	Registered	3,872,482	11/09/2010
GHX INDUSTRIAL, LLC	QUICKCRIMP	Registered	2,806,759	01/20/2004
GHX INDUSTRIAL, LLC	GHXTRACKER	Registered	5,229,378	06/20/2017
GHX INDUSTRIAL, LLC	GHXTRACKER ELECTRONIC ASSET MANAGEMENT 	Registered	5,229,408	06/20/2017

REEL/FRAME 6415/0631

Owner	Mark	Status	Reg. No.	Reg. Date
The United Distribution Group, Inc.	UDG THE UNITED DISTRIBUTION GROUP INC 	Registered	4,946,483	04/26/2016
The United Distribution Group, Inc.	MCCARTY EQUIPMENT COMPANY <small>MCCARTY EQUIPMENT COMPANY</small>	Registered	4,438,911	11/26/2013
The United Distribution Group, Inc.	XPOWER XPOWER	Registered	5,129,295	01/24/2017
The United Distribution Group, Inc.	XPOWER 	Registered	5,129,296	01/24/2017
The United Distribution Group, Inc.	UDG THE UNITED DISTRIBUTION GROUP, INC. 	Registered	4,646,035	11/25/2014
The United Distribution Group, Inc.	XPOWER 	Registered	4,516,463	04/15/2014
The United Distribution Group, Inc.	XPOWER	Registered	4,760,820	06/23/2015
The United Distribution Group, Inc.	XPOWER	Registered	4,516,493	04/15/2014
The United Distribution Group, Inc.	XPOWER 	Registered	4,760,826	06/23/2015
The United Distribution Group, Inc.	XPOWER CARBON INJECTION HOSE ASSEMBLY <small>XPOWER CARBON INJECTION HOSE ASSEMBLY</small>	Registered	5,106,451	12/20/2016







REEL/FRAME 7048/0779

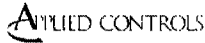


Owner	Mark	Status	Reg. No.	Reg. Date
Carotek, Inc.	CAROTEK CAROTEK	Registered	4,428,552	11/05/2013

REEL/FRAME 8308/0594

Owner	Mark	Status	Reg. No.	Reg. Date
K & S SERVICES, LLC	K + S SERVICES	Registered	2442074	4/10/2001

REEL/FRAME 7589/0720

Owner	Mark	Status	Reg. No.	Reg. Date
Electro-Matic Products, Inc.	ELECTRO-MATIC	Registered	4865243	12/08/2015
Electro-Matic Products, Inc.	 Class 9	Registered	1907105	7/25/1995
Electro-Matic Products, Inc.	 Class 35 and 37	Registered	4372498	7/23/2013
Electro-Matic Products, Inc.	FACTORY VISION	Registered	4372170	7/23/2013
Electro-Matic Products, Inc.	 FUSIONBILLBOARD	Registered	5880504	10/8/2019
Electro-Matic Products, Inc.	 FUSIONPLUS	Registered	5698023	3/12/2019
Electro-Matic Products, Inc.	 FUSIONPRO	Registered	5698022	3/12/2019
Electro-Matic Products, Inc.	 FUSION	Registered	5698021	3/12/2019
Electro-Matic Products, Inc.	HYPERION	Registered	3205343	2/6/2007
Electro-Matic Products, Inc.	TURNING INNOVATION INTO VALUE	Registered	4557054	6/24/2014

Owner	Mark	Status	Reg. No.	Reg. Date
Electro-Matic Products, Inc.	4U2SEE	Registered	4376296	7/30/2013
Applied Controls, Inc.	 APPLIED CONTROLS	Registered	2661424	12/17/2002
Applied Controls, Inc.	DRIVING TECHNOLOGY TO YOUR BOTTOM LINE	Registered	4320824	4/16/2013
Applied Controls, Inc.	POWERBREAK	Registered	4261427	12/18/2012
Applied Controls, Inc.		Registered	2531596	1/22/2002
Applied Controls, Inc.		Registered	2482122	8/28/2001