

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Patents
CONVEYING PARTY DATA	
Name	Execution Date
DXP Enterprises, Inc.	07/11/2012
RECEIVING PARTY DATA	
Name:	Wells Fargo Bank, National Association, as Administrative Agent
Street Address:	1525 West W.T. Harris Blvd.
Internal Address:	MAC D1109-019
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28262
PROPERTY NUMBERS Total: 2	
Property Type	Number
Patent Number:	5195587
Patent Number:	5518033
CORRESPONDENCE DATA	
Fax Number:	7043432300
Phone:	(704) 373-4640
Email:	bsmith@mcguirewoods.com
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
Correspondent Name:	Betty G. Smith, Senior Paralegal
Address Line 1:	McGuireWoods LLP, 201 N. Tryon St.
Address Line 2:	Suite 3000
Address Line 4:	Charlotte, NORTH CAROLINA 28202
ATTORNEY DOCKET NUMBER:	2029724-0576
NAME OF SUBMITTER:	Betty G. Smith
Total Attachments: 4 source=DXP Enterprises, Inc.-Notice of Grant of Security Interest in Patents#page1.tif source=DXP Enterprises, Inc.-Notice of Grant of Security Interest in Patents#page2.tif source=DXP Enterprises, Inc.-Notice of Grant of Security Interest in Patents#page3.tif source=DXP Enterprises, Inc.-Notice of Grant of Security Interest in Patents#page4.tif	

OP \$80.00 5195587

**NOTICE
OF
GRANT OF SECURITY INTEREST
IN
PATENTS**

Dated as of July 11, 2012

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the US Collateral Agreement dated as of July 11, 2012 (as amended, restated, supplemented or otherwise modified from time to time, the "Agreement") among the Grantor (as identified on the signature pages hereto), the other grantors party thereto and the Administrative Agent (as identified on the signature pages hereto) for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon the patents and patent applications identified on Schedule A to the Administrative Agent for the ratable benefit of the Secured Parties.

The Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in such patents and patent applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any patent or patent application.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

Very truly yours,

GRANTOR:

DXP ENTERPRISES, INC.

DXP Enterprises, Inc.
7272 Pinemont
Houston, TX 77040

By: Mac McConnell
Name: Mac McConnell
Title: Senior Vice President, Chief
Financial Officer and Secretary

JURISDICTION OF FORMATION OF
GRANTOR: TEXAS

STATE OF TEXAS :

COUNTY OF Harris :

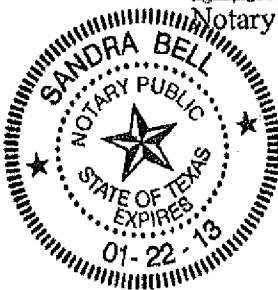
I, Sandra Bell, a Notary Public for said County and State, do hereby certify that Mac McConnell personally appeared before me this day and stated that he is Senior Vice President, Chief Financial Officer and Secretary of DXP Enterprises, Inc., a Texas corporation and acknowledged on behalf of DXP Enterprises, Inc. the due execution of the foregoing instrument.

Witness my hand and official seal, this 23rd day of July, 2012.

Sandra Bell
Notary Public

My Commission Expires:

01-22-2013



DXP Enterprises, Inc.
Notice of Grant of Security Interest in Patents
Signature Page


PATENT
REEL: 028655 FRAME: 0028

Acknowledged and accepted:

ADMINISTRATIVE AGENT:

Wells Fargo Bank, National Association
MAC D1109-019
1525 West W.T. Harris Blvd.
Charlotte, NC 28262

**WELLS FARGO BANK,
NATIONAL ASSOCIATION**

By: 
Name: Thomas F. Caver, III
Title: Senior Vice President

**SCHEDULE A
TO
NOTICE
OF
GRANT OF SECURITY INTEREST
IN
PATENTS**

**PATENTS AND
PATENT APPLICATIONS**

OWNER	APPLICATION NUMBER/ PATENT NUMBER	COUNTRY NAME	FILING DATE	ISSUE DATE	TITLE
DXP Enterprises, Inc.	5,195,587	United States	3/4/1992	3/23/1993	Vapor Recovery System
DXP Enterprises, Inc.	5,518,033	United States	9/19/1994	5/21/1996	Vessel Inspection Plug and Method of Installing Same in Vessel