

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT2896660

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	SECURITY AGREEMENT	
SEQUENCE:	3	
CONVEYING PARTY DATA		
Name		Execution Date
ARIZONA CHEMICAL COMPANY LLC		06/12/2014
RECEIVING PARTY DATA		
Name:	GOLDMAN SACHS BANK USA, AS SECOND LIEN COLLATERAL AGENT	
Street Address:	200 WEST STREET	
City:	NEW YORK	
State/Country:	NEW YORK	
Postal Code:	10282-2198	
PROPERTY NUMBERS Total: 76		
Property Type	Number	
Patent Number:	8419897	
Patent Number:	5789474	
Patent Number:	5679201	
Patent Number:	6071577	
Application Number:	61906968	
Patent Number:	6632859	
Application Number:	11393387	
Application Number:	12551087	
Patent Number:	6960248	
Patent Number:	8269046	
Patent Number:	5881648	
Patent Number:	5645632	
Application Number:	61883754	
Patent Number:	5504152	
Application Number:	61883803	
Application Number:	10523649	
Patent Number:	7256162	
Patent Number:	5820667	
Application Number:	61442466	
Patent Number:	7199204	

PATENT

Property Type	Number
Patent Number:	5902389
Patent Number:	5844071
Patent Number:	6350889
Patent Number:	5455326
Patent Number:	7207669
Patent Number:	5464691
Patent Number:	5830992
Patent Number:	6562888
Patent Number:	6022947
Application Number:	61883793
Patent Number:	5457175
Application Number:	13985251
Application Number:	13369945
Patent Number:	5756619
Patent Number:	5840801
Patent Number:	6835324
Patent Number:	6160083
Patent Number:	6107456
Patent Number:	6414111
Patent Number:	8013046
Patent Number:	5587007
Patent Number:	5886128
Patent Number:	6710121
Patent Number:	6492458
Application Number:	11950556
Patent Number:	8071519
Patent Number:	5874507
Patent Number:	5807915
Patent Number:	5910526
Patent Number:	5854367
Patent Number:	5635591
Application Number:	61883725
PCT Number:	US1151137
Application Number:	11681162
Application Number:	12634189
Patent Number:	6084061
Patent Number:	6875842
Patent Number:	7291697
Patent Number:	7750105

PATENT

REEL. 033146 FRAME. 0362

Property Type	Number
Patent Number:	8450446
Application Number:	61835373
Application Number:	13728067
Patent Number:	8158743
Patent Number:	8080602
Patent Number:	6407272
Patent Number:	7829630
Patent Number:	6274657
Patent Number:	6469125
Patent Number:	5762696
Patent Number:	7452941
Patent Number:	6900274
Application Number:	13087047
Application Number:	12814433
Patent Number:	5821324
Patent Number:	5612445
Patent Number:	7994106

CORRESPONDENCE DATA

Fax Number: (866)826-5420

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.

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Address Line 2: ATTN: PENELOPE J.A. AGODOA

Address Line 4: WALDORF, MARYLAND 20602

ATTORNEY DOCKET NUMBER:	CRS1-39600
NAME OF SUBMITTER:	PENELOPE J.A. AGODOA
SIGNATURE:	/pja/
DATE SIGNED:	06/12/2014

Total Attachments: 13
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SECOND LIEN PATENT SECURITY AGREEMENT

This SECOND LIEN PATENT SECURITY AGREEMENT dated as of June 12, 2014 (this "Agreement") is entered into by ARIZONA CHEMICAL COMPANY, LLC, a Delaware limited liability company (the "Grantor") and GOLDMAN SACHS BANK USA ("GS BANK"), as collateral agent for the Secured Parties (the "Collateral Agent").

Capitalized terms not otherwise defined herein have the meanings set forth in the Second Lien Pledge and Security Agreement, dated as of June 12, 2014, among the Grantor, the other grantors named therein, and the Collateral Agent (the "Second Lien Pledge and Security Agreement").

WHEREAS, pursuant to the Second Lien Pledge and Security Agreement, the Grantor has granted to the Collateral Agent, for the benefit of the Secured Parties, a security interest in and a lien on certain Patents included in the Collateral, whether now owned or existing or hereafter acquired or arising and wherever located, including the Patents listed on Schedule A ("Secured Patents").

NOW, THEREFORE, in consideration of the foregoing and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Grantor and the Collateral Agent hereby agree as follows:

(i) Grant of Security Interest

(a) The Grantor hereby grants to the Collateral Agent, for the benefit of the Secured Parties, a security interest in and continuing lien on all of the Grantor's right, title and interest in, to and under the Secured Patents, subject to the terms and conditions of the Second Lien Pledge and Security Agreement.

(b) The security interest granted hereby is granted in conjunction with the security interest granted to the Collateral Agent under the Second Lien Pledge and Security Agreement. In the event of any conflict between the terms of this Agreement and the terms of the Second Lien Pledge and Security Agreement, the terms of the Second Lien Pledge and Security Agreement shall control.

(c) THE INTEREST IN THE SECURED PATENTS BEING GRANTED HEREUNDER SHALL NOT BE CONSTRUED AS A CURRENT ASSIGNMENT BUT, RATHER AS A SECURITY INTEREST THAT PROVIDES THE COLLATERAL AGENT AND THE SECURED PARTIES SUCH RIGHTS AS ARE PROVIDED TO HOLDERS OF SECURITY INTERESTS UNDER APPLICABLE LAW.

(ii) Modification of Agreement

Neither this Agreement nor any provision hereof may be waived, amended or modified except pursuant to an agreement or agreements in writing entered into by the Collateral Agent and the Grantor with respect to which such waiver, amendment or modification is to apply, subject to any consent required in accordance with Section 10.5 of the Credit Agreement; provided that the Collateral Agent may, without the consent of any Secured Party, consent to a departure by any Grantor from any covenant of such Grantor set forth herein to the extent such departure is consistent with the authority of the Collateral Agent set forth in Section 2.2(i) of the Second Lien Pledge and Security Agreement.

(iii) Governing Law

THIS AGREEMENT AND THE RIGHTS AND OBLIGATIONS OF THE PARTIES HEREUNDER SHALL BE GOVERNED BY, AND SHALL BE CONSTRUED AND ENFORCED IN ACCORDANCE WITH, THE LAWS OF THE STATE OF NEW YORK, INCLUDING, WITHOUT LIMITATION, SECTIONS 5-1401 AND 5-1402 OF THE NEW YORK GENERAL OBLIGATIONS LAW AND RULE 327(b) OF THE NEW YORK CIVIL PRACTICE LAW AND RULES.

(iv) Successors and Assigns

This Agreement shall be binding upon and inure to the benefit of the Collateral Agent and the Grantor and their respective successors and assigns. The Grantor shall not, without the prior written consent of the Collateral Agent given in accordance with the Credit Agreement, assign any right, duty or obligation hereunder.

(v) Counterparts

This Agreement may be executed in any number of counterparts and by the parties hereto on separate counterparts, each of which when so executed, shall be deemed to be an original and all of which taken together shall constitute one and the same instrument.

(vi) Intercreditor Agreement Governs

Notwithstanding anything herein to the contrary, the liens and security interests granted to the Collateral Agent pursuant to this Agreement and the exercise of any rights or remedies by the Collateral Agent hereunder are subject to the provisions of the Intercreditor Agreement. In the event of any conflict between the terms of the Intercreditor Agreement and this Agreement, the terms of the Intercreditor Agreement shall govern and control.

IN WITNESS WHEREOF, the Grantor and the Collateral Agent have caused this Agreement to be duly executed and delivered as of the date first above written.

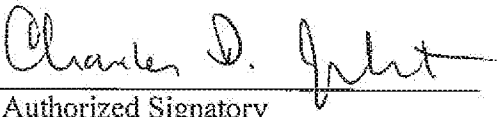
ARIZONA CHEMICAL COMPANY, LLC

By: Kellie Hardee
Name: Kellie Hardee
Title: Treasurer

[Signature Page to Second Lien Patent Security Agreement]

PATENT
REEL: 033146 FRAME: 0367

GOLDMAN SACHS BANK USA,
as Collateral Agent

by 

Authorized Signatory
Charles D. Johnston
Authorized Signatory

[Signature Page – Second Lien Patent Security Agreement]

PATENT
REEL: 033146 FRAME: 0368

SCHEDULE A

SECOND LIEN PATENT SECURITY AGREEMENT

See attached list

US Patents

TITLE	REGISTERED OWNER	APPLICATION NUMBER	PATENT NUMBER	FILING DATE	ISSUE DATE	EXPIRATION DATE
A novel method to remove calcium from tall oil soap	Arizona Chemical Company, LLC	13/302471	8419897	22-Nov-11	16-Apr-13	22-Nov-31
Additive composition and method for increasing the upper service temperature of adhesives	Arizona Chemical Company, LLC	08/714946	5789474	17-Sep-96	4-Aug-98	28-Sep-15
Additive for improved thermal bonding between dissimilar polymeric layers	Arizona Chemical Company, LLC	08/445908	5679201	22-May-95	21-Oct-97	22-May-15
Additive for improved thermal bonding between dissimilar polymeric layers	Arizona Chemical Company, LLC	08/888179	6071577	3-Jul-97	6-Jun-00	3-Jul-17
Additives for Rubber Compositions	Arizona Chemical Company, LLC	61/906968		21-Nov-13		21-Nov-14
Alkyd-based ink vehicles and ink compositions	Arizona Chemical Company, LLC	09/971240	6632859	4-Oct-01	14-Oct-03	17-Mar-19
Compositions containing fatty acids and/or derivatives thereof and a low temperature stabilizer	Arizona Chemical Company, LLC	11/393387		29-Mar-06		
Compositions Containing Fatty Acids and/or Derivatives Thereof and a Low Temperature Stabilizer	Arizona Chemical Company, LLC	12/551087		31-Aug-09		
Cyclic bisamides useful in formulating inks for phase-change printing	Arizona Chemical Company, LLC	10/444410	6960248	22-May-03	1-Nov-05	11-Aug-23

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Cyclic bisamides useful in formulating inks for phase-change printing	Arizona Chemical Company, LLC	11/195577	8269046	2-Aug-05	18-Sep-2012	14-Jan-2026
Diamidediurethanes and hot-melt printing therewith	Arizona Chemical Company, LLC	09/070702	5881648	30-Apr-98	16-Mar-99	1-Oct-16
Diesters of polymerized fatty acids useful in formulating hot-melt inks	Arizona Chemical Company, LLC	08/601208	5645632	14-Feb-96	8-Jul-97	14-Feb-16
Efficient process for preparing oxidation stable rosin esters	Arizona Chemical Company, LLC	61/883754		27-Sep-13		27-Sep-14
Esterification of rosin	Arizona Chemical Company, LLC	08/370733	5504152	10-Jan-95	2-Apr-96	10-Jan-15
EVA hot melt formulations comprising rosin esters having low hydroxyl (-OH) and preferably also having low acid numbers	Arizona Chemical Company, LLC	61/883803		27-Sep-13		27-Sep-14
Fatty acid composition, its production and use	Arizona Chemical Company, LLC	10/523649		29-Jul-05		
Fatty acid esters and uses thereof	Arizona Chemical Company, LLC	10/672430	7256162	26-Sep-03	14-Aug-07	2-Oct-23
Flushed pigments and method for making flushed pigments	Arizona Chemical Company, LLC	08/826011	5820667	27-Mar-97	13-Oct-98	27-Mar-17
Fuel Additives, Fuels, Methods of Making and Using Same	Arizona Chemical Company, LLC	61/442466		14-Feb-11		

Hot melt adhesive composition	1. National Starch and Chemical Investment Holding Corporation (Henkel) 2. Arizona Chemical Company, LLC	10/140692	7199204	7-May-02	4/3/2007	2-Feb-24
Improved rosin-based resin ink vehicles	Arizona Chemical Company, LLC	08/975585	5902389	21-Nov-97	11-May-99	27-Mar-17
Ink compositions	Arizona Chemical Company, LLC	08/811851	5844071	5-Mar-97	1-Dec-98	10-May-15
Ink jet printing compositions containing ester-terminated dimer acid-based oligo (ester/amide)	Arizona Chemical Company, LLC	09/338991	6350889	24-Jun-99	26-Feb-02	24-Jun-19
Ink-jet printing compositions	Arizona Chemical Company, LLC	08/314148	5455326	28-Sep-94	3-Oct-95	28-Sep-14
Jet printing inks containing polymerized fatty acid-based polyamides	Arizona Chemical Company, LLC	10/742121	7207669	19-Dec-03	24-Apr-07	4-Jan-24
Laminated barrier film	Arizona Chemical Company, LLC	08/279631	5464691	22-Jul-94	7-Nov-95	22-Jul-14
Light color, color stable rosin esters and methods for preparing same	Arizona Chemical Company, LLC	08/764783	5830992	12-Dec-96	3-Nov-98	12-Dec-16
Light-colored rosin esters and adhesive compositions	Arizona Chemical Company, LLC	09/123228	6562888	27-Jul-98	13-May-03	27-Jul-18
Light-colored, low molecular weight phenolic-modified rosin esters	Arizona Chemical Company, LLC	09/156337	6022947	18-Sep-98	8-Feb-00	18-Sep-18

Low color and low sulfur tall oil rosin esters via adsorption	Arizona Chemical Company, LLC	61/883793		27-Sep-13		27-Sep-14
Low softening point terpene-phenol resins	Arizona Chemical Company, LLC	08/371426	5457175	11-Jan-95	10-Oct-95	11-Jan-15
Low Rosin, Low Sulfur, and Low Unsaponifiables Tall Oil Fatty Acids and Derivatives	Arizona Chemical Company, LLC	13/985251		13-Aug-13		
Low Sulfur Tall Oil Fatty Acid	Arizona Chemical Company, LLC	13/369945		09-Feb-12		
Method for emulsion polymerization	Arizona Chemical Company, LLC	08/463292	5756619	5-Jun-95	26-May-98	26-May-15
Method for improving dispersion and compatibility of zinc salts in elastomeric compounds during vulcanization	Arizona Chemical Company, LLC	08/669058	5840801	24-Jun-96	24-Nov-98	24-Jun-16
Method for isolating oleic acid and producing linoleic dimer/trimer acids via selective reactivity	Arizona Chemical Company, LLC	09/512228	6835324	24-Feb-00	28-Dec-04	24-Feb-20
Method for making modified terpene-phenol resins	Arizona Chemical Company, LLC	09/081496	6160083	19-May-98	12-Dec-00	19-May-18
Method for separating sterols from tall oil	Arizona Chemical Company, LLC	09/153728	6107456	15-Sep-98	22-Aug-00	31-Aug-18
Method for separating sterols from tall oil	Arizona Chemical Company, LLC	09/782869	6414111	14-Feb-01	2-Jul-02	31-Aug-18
Methods of vulcanizing elastomers using tall oil heads	Arizona Chemical Company, LLC	11/708645	8013046	20-Feb-07	6-Sep-11	13-Mar-25
Modified dicyclopentadiene resins	Arizona Chemical Company, LLC	08/514764	5587007	14-Aug-95	24-Dec-96	14-Aug-15

Modified phenolic resin and uses related thereto	Arizona Chemical Company, LLC	08/877188	5886128	17-Jun-97	23-Mar-99	17-Jun-17
Nitrocellulose-compatible laminating ink resins	Arizona Chemical Company, LLC	09/861174	6710121	18-May-01	23-Mar-04	18-May-21
Polyalkyleneoxydiamine polyamides useful for formulating inks for phase-change jet printing	Arizona Chemical Company, LLC	09/572131	6492458	16-May-00	10-Dec-02	16-May-20
Polyamide polyols and polyurethanes, methods for making and using, and products made therefrom	Arizona Chemical Company, LLC	11/950556		5-Dec-07		
Polybasic Acid Esters and Their Use in Fibre Optic Cables	Arizona Chemical Company, LLC	10/572994	8071519	8-Nov-06	6-Dec-11	1-Jun-26
Polyepichlorohydrin-based tri-block additive for surface modification of polymer films and articles	Arizona Chemical Company, LLC	08/929992	5874507	15-Sep-97	23-Feb-99	24-Jan-17
Polyphenylene oxide delivery system for adhesive compositions	Arizona Chemical Company, LLC	08/803873	5807915	24-Feb-97	15-Sep-98	28-Aug-15
Polyphenylene oxide delivery system for adhesive compositions	Arizona Chemical Company, LLC	09/152380	5910526	14-Sep-98	8-Jun-99	28-Sep-15
Process for cationic polymerization	Arizona Chemical Company, LLC	08/721554	5854367	26-Sep-96	29-Dec-98	26-Sep-16
Process for making high viscosity ink resins	Arizona Chemical Company, LLC	08/438606	5635591	10-May-95	3-Jun-97	10-May-15
Production of low sulfur, low color and oxidation stable rosin esters	Arizona Chemical Company, LLC	61/883725		27-Sep-13		27-Sep-14

Production of Tall Oil and Associated Materials	Arizona Chemical Company, LLC	PCT/US2011/051137		10-Sep-11		
Release Agents Containing Saponified Fatty and Rosin Acids or Derivatives Thereof	Arizona Chemical Company, LLC	11/681162		1-Mar-07		
Release Agents Containing Saponified Fatty and Rosin Acids or Derivatives Thereof	Arizona Chemical Company, LLC	12/634189		9-Dec-09		
Removal of anthraquinone from tall oil and tall oil fractions	Arizona Chemical Company, LLC	09/231742	6084061	15-Jan-99	4-Jul-00	15-Jan-19
Resinates from monomer	Arizona Chemical Company, LLC	10/402348	6875842	28-Mar-03	5-Apr-05	25-Jul-23
Resinates from monomer	Arizona Chemical Company, LLC	11/099438	7291697	4-Apr-05	6-Nov-07	28-Mar-23
Resins and adhesive formulations therewith	Arizona Chemical Company, LLC	11/443792	7750105	31-May-06	6-Jul-10	13-Mar-24
Rosen phenolic resins and uses related thereto	Arizona Chemical Company, LLC	11/845410	8450446	27-Aug-07	28-May-13	29-Jan-24
Rosin ester tackifiers for pressure-sensitive adhesives	Arizona Chemical Company, LLC	61/835373		14-Jun-13		14-Jun-14
Rosin esters for non-woven applications, methods of making and using and products therefrom	Arizona Chemical Company, LLC	13/728067		27-Dec-12		
Rosin phenolic resins for printing inks	Arizona Chemical Company, LLC	11/741536	8158743	27-Apr-07	17-Apr-12	05-Mar-23
Rubber compositions with building tack	Arizona Chemical Company, LLC	12/442209	8080602	17-Dec-09	20-Dec-11	04-Oct-27

Secondary alcohol esters of hydroxyacids and uses thereof	Arizona Chemical Company, LLC	09/481004	6407272	10-Jan-00	18-Jun-02	10-Jan-20
Styrenated terpene resin as well as methods of making and using the same	Arizona Chemical Company, LLC	11/779238	7829630	17-Jul-07	9-Nov-10	17-Jul-27
Surfactant for forming stable dispersions of rosin esters	Arizona Chemical Company, LLC	08/189053	6274657	27-Jan-94	14-Aug-01	14-Aug-18
Tall oil pitch-modified phenolic resin and methods related thereto	Arizona Chemical Company, LLC	09/940678	6469125	27-Aug-01	22-Oct-02	27-Aug-21
Terpene dimer varnish and ink formulations and related methods of manufacture	Arizona Chemical Company, LLC	08/684696	5762696	19-Jul-96	9-Jun-98	19-Jun-16
Terpene resin and hydrocarbon resin-based surfactants and aqueous dispersion of tackifier resins.	Arizona Chemical Company, LLC	11/699203	7452941	29-Jun-07	18-Nov-08	6-Feb-23
Terpene resin- and hydrocarbon resin-based surfactants and aqueous dispersions of tackifier resins	Arizona Chemical Company, LLC	10/360585	6900274	6-Feb-03	31-May-05	6-Feb-23
Tire Components Comprising Tall Oil Pitch, Tires Comprising Such Components, and Methods of Making and Using Such Components and Tires	Arizona Chemical Company, LLC	13/087047		16-Apr-11		
Tires and tread formed from phenol-aromatic-terpene resin	Arizona Chemical Company, LLC	12/814433		11-Jun-10		
Ultraviolet curable epoxidized alkyls	Arizona Chemical Company, LLC	08/762251	5821324	12-Dec-96	13-Oct-98	15-Feb-15

Ultraviolet curable expoxidized alkyds	Arizona Chemical Company, LLC	08/388926	5612445	15-Feb-95	18-Mar-97	15-Feb-15
Water Soluble Rosin Acid Esters	Arizona Chemical Company, LLC	11/746148	7994106	9-May-07	9-Aug-11	9-May-27