## PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2 EPAS ID: PAT3634300

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

#### **CONVEYING PARTY DATA**

Name	Execution Date
BIOSYNTHETIC TECHNOLOGIES, LLC	11/24/2015

#### **RECEIVING PARTY DATA**

Name:	EVONIK CORPORATION
Street Address:	299 JEFFERSON ROAD
City:	PARSIPPANY
State/Country:	NEW JERSEY
Postal Code:	07054

#### **PROPERTY NUMBERS Total: 55**

Property Type	Number
Patent Number:	8455412
Patent Number:	8716206
Application Number:	14246891
Patent Number:	6316649
Patent Number:	6018063
Patent Number:	8637689
Patent Number:	8975425
Application Number:	14602752
Application Number:	14464427
Patent Number:	8633143
Patent Number:	9016097
Application Number:	14676516
Application Number:	14829468
Application Number:	14831723
Application Number:	62044401
Patent Number:	8980361
Application Number:	14619430
Patent Number:	9018406
Patent Number:	9076588
Application Number:	14788503

PATENT REEL: 037162 FRAME: 0364

503587671

Property Type	Number
Application Number:	14550727
Patent Number:	8268199
Patent Number:	8258326
Application Number:	62138289
Patent Number:	8877695
Application Number:	14503367
Patent Number:	8372301
Patent Number:	8541351
Patent Number:	9133410
Application Number:	14837240
Application Number:	14501867
Patent Number:	9145535
Patent Number:	8399389
Application Number:	13366667
Patent Number:	8512592
Patent Number:	8486875
Application Number:	14613311
Patent Number:	8450256
Patent Number:	8829216
Application Number:	14454538
Patent Number:	8287754
Patent Number:	8859658
Application Number:	62119028
Application Number:	14026387
Patent Number:	8580985
Patent Number:	9139792
Application Number:	14844971
Patent Number:	8586771
Patent Number:	9040729
Application Number:	14705729
Application Number:	14852301
Application Number:	62055627
Patent Number:	8236194
Patent Number:	8404867
Application Number:	14491261

#### **CORRESPONDENCE DATA**

**Fax Number:** (860)275-8299

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: 860-275-8285 Email: jscheib@rc.com

Correspondent Name: JACQUELINE P. SCHEIB
Address Line 1: 280 TRUMBULL STREET
Address Line 2: ROBINSON & COLE LLP

Address Line 4: HARTFORD, CONNECTICUT 06103

NAME OF SUBMITTER:	JACQUELINE P. SCHEIB
SIGNATURE:	/Jacqueline P. Scheib/
DATE SIGNED:	11/30/2015

#### **Total Attachments: 15**

source=Evonik \_ BT -- Signed IP Security Agreement#page1.tif
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#### INTELLECTUAL PROPERTY SECURITY AGREEMENT

This INTELLECTUAL PROPERTY SECURITY AGREEMENT ("IP Security Agreement"), dated as of November 24, 2015, is by Biosynthetic Technologies, LLC, a Montana limited liability company (the "Borrower"), in favor of Evonik Corporation, an Alabama corporation, as agent (the "Agent") under the Security Agreement (as defined below).

WHEREAS, the Borrower has entered into that certain Convertible Note Purchase Agreement, dated as of the date hereof, with certain other parties thereto (the "Secured Parties"), pursuant to which the Secured Parties have agreed to purchase, and the Borrower has agreed to issue, certain Secured Subordinated Convertible Promissory Notes in favor of the Secured Parties (the "Convertible Notes"); and

WHEREAS, as a condition precedent to the purchase of the Convertible Notes by the Secured Parties pursuant to the Purchase Agreement, the Borrower has executed and delivered to the Agent that certain Security Agreement, dated as of the date hereof, by and among Borrower, the Agent and the Secured Parties;

WHEREAS, under the terms of the Security Agreement, Borrower has granted to the Agent, for the benefit of the Secured Parties, a security interest in, among other property, certain intellectual property of Borrower, and Borrower has agreed to execute and deliver this IP Security Agreement, for recording with national, federal and state government authorities, including, but not limited to, the United States Patent and Trademark Office and the United States Copyright Office.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Borrower agrees with the Agent as follows:

- 1. <u>Grant of Security</u>. Borrower hereby pledges and grants to the Agent for the ratable benefit of the Secured Parties a security interest in and to all of the right, title and interest of Borrower in, to and under the following (the "**IP Collateral**");
- (a) the patents and patent applications set forth in <u>Schedule 1</u> hereto and all reissues, divisions, continuations, continuations-in-part, renewals, extensions and reexaminations thereof and amendments thereto (the "**Patents**");
- (b) the trademark registrations and applications set forth in <u>Schedule 2</u> hereto, together with the goodwill connected with the use thereof and symbolized thereby and all extensions and renewals thereof (the "**Trademarks**");
- (c) the copyright registrations and applications set forth in <u>Schedule 3</u> hereto, and all extensions and renewals thereof (the "**Copyrights**");

- (d) all rights of any kind whatsoever of Borrower accruing under any of the foregoing provided by applicable law of any jurisdiction, by international treaties and conventions and otherwise throughout the world;
- (e) any and all royalties, fees, income, payments and other proceeds now or hereafter due or payable with respect to any and all of the foregoing; and
- (f) any and all claims and causes of action with respect to any of the foregoing, whether occurring before, on or after the date hereof, including all rights to and claims for damages, restitution and injunctive and other legal and equitable relief for past, present and future infringement, dilution, misappropriation, violation, misuse, breach or default, with the right but no obligation to sue for such legal and equitable relief and to collect, or otherwise recover, any such damages.

Notwithstanding the foregoing, the IP Collateral does not include (a) any intent-to-use trademarks at all times prior to the first use thereof, whether by the actual use thereof in commerce, the recording of a statement of use with the United States Patent and Trademark Office or otherwise or (b) Borrower's interest in its patent license from the USDA; provided, however, if all of the corporate assets of Borrower are transferred to a third party, the IP Collateral shall automatically, and effective as of the date hereof, include such patent license.

- 2. <u>Recordation</u>. Borrower authorizes the Commissioner for Patents, the Commissioner for Trademarks and the Register of Copyrights and any other government officials to record and register this IP Security Agreement upon request by the Agent.
- 3. <u>Loan Documents</u>. This IP Security Agreement has been entered into pursuant to and in conjunction with the Security Agreement, which is hereby incorporated by reference. The provisions of the Security Agreement shall supersede and control over any conflicting or inconsistent provision herein. The rights and remedies of the Agent with respect to the IP Collateral are as provided by the Convertible Notes, the Security Agreement and related documents, and nothing in this IP Security Agreement shall be deemed to limit such rights and remedies.
- 4. <u>Execution in Counterparts</u>. This IP Security Agreement may be executed in counterparts (and by different parties hereto in different counterparts), each of which shall constitute an original, but all of which when taken together shall constitute a single contract. Delivery of an executed counterpart of a signature page to this IP Security Agreement by facsimile or in electronic (i.e., "pdf" or "tif") format shall be effective as delivery of a manually executed counterpart of this IP Security Agreement.
- 5. <u>Successors and Assigns</u>. This IP Security Agreement will be binding on and shall inure to the benefit of the parties hereto and their respective successors and assigns.
- 6. <u>Governing Law.</u> This Agreement shall be governed by and construed under the laws of the State of Delaware as applied to agreements among Delaware residents entered into and to be performed entirely within Delaware.

## [SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, Borrower has caused this IP Security Agreement to be duly executed and delivered by its officer thereunto duly authorized as of the date first above written.

#### **BORROWER:**

BIOSYNTHETIC TECHNOLOGIES, LLC,

Name: Allen Borbieri

Title: (F)

ACKNOWLEDGED AND AGREED:

AGENT:

**EVONIK CORPORATION** 

By: \_\_\_\_\_\_ Name: Title:

IN WITNESS WHEREOF, Borrower has caused this IP Security Agreement to be duly executed and delivered by its officer thereunto duly authorized as of the date first above written.

#### BORROWER:

BIOSYNTHETIC TECHNOLOGIES, LLC,

Ву:	 ************	 ::	
Name:			
Title:			

#### ACKNOWLEDGED AND AGREED:

AGENT:

**EVONIK CORPORATION** 

Title:

# SCHEDULE 1 PATENTS AND PATENT APPLICATIONS

5

# Patent Matters

COMPOSITIONS AND PRODUCTS CONTAINING ESTOLIDE COMPOUNDS	CATALYTIC PROCESSES FOR PREPARING ESTOLIDE BASE OILS	BIODEGRADEABLE OLEIC ESTOLIDE ESTER BASE STOCKS AND LUBRICANTS	BIODEGRADEABLE OLEIC ESTOLIDE ESTER BASE STOCKS AND LUBRICANTS	BIODEGRADEABLE OLEIC ESTOLIDE ESTER BASE STOCKS AND LUBRICANTS	BIODEGRADEABLE OLEIC ESTOLIDE ESTER BASE STOCKS AND LUBRICANTS	Biodegradable oleic estolide ester having saturated fatty acid US end group useful as lubricarn base stock	ACETIC ACID CAPPED ESTOLIDE BASE CILS AND METHODS OF MAKING THE SAME	ACETIC ACID-CAPPED ESTOLIDE BASE CILS AND METHODS OF MAKING THE SAME	ACETIC ACID-CAPPED ESTOLIDE BASE OILS AND METHODS OF MAKING THE SAME	TILE							
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127357010	14602752	14095750	13199551	2013527065	117648899	2809361	2014264439	2011296578	09191907				09490360	14246891	13865520	13223008	APPLICATIONS
																	¥ NUMBER
		Mar 10, 2015	Jan 28, 2014					Dec 4, 2014	Jun 25, 2000	Nov 15, 2004	Aug 23, 2006	Mar 6, 2007	Nov 13, 2001		May 6, 2014	Jun 4, 2013	OSCH DATE
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		8975425	8637689					2011296578	6018063	224204	1051465	2309914	6316649		8716206	8455412	TAIRNI NUMBER

DIELECTRIC FLUIDS COMPRISING ESTOLIDE COMPOUNDS AND METHODS OF MAKING AND USING THE SAME	DIELECTRIC FLUIDS COMPRISING ESTOLIDE COMPOUNDS AND METHODS OF MAKING AND USING THE SAME	DIELECTRIC FLUIDS COMPRISING ESTOLIDE COMPOUNDS AND METHODS OF MAKING AND USING THE SAME	DIELECTRIC FLUIDS COMPRISING ESTOLIDE COMPOUNDS AND METHODS OF MAKING AND USING THE SAME	DIELECTRIC FLUIDS COMPRISING ESTOLIDE COMPOUNDS AND METHODS OF MAKING AND USING THE SAME	DICARBOXYLATE CAPPED ESTOLIDE COMPOUNDS AND METHODS OF MAKING AND USING THE SAME	COOKING OILS AND FOOD PRODUCTS COMPRISING ESTOLIDES	COOKING OILS AND FOOD PRODUCTS COMPRISING ESTOLIDES	FEEDSTOCKS INTO HYDROCARBON PRODUCTS	CONVERSION OF POLYESTER CONTAINING FEEDSTOCKS INTO HYDROCARBON PRODUCTS	CONVERSION OF POLYESTER-CONTAINING FEEDSTOCKS INTO HYDROCARBON PRODUCTS	COMPOSITIONS COMPRISING ESTOLIDE COMPOUNDS AND METHODS OF MAKING AND USING THE SAME	COMPOSITIONS COMPRISING ESTOLIDE COMPOUNDS AND METHODS OF MAKING AND USING THE SAME	COMPOSITIONS COMPRISING ESTOLIDE COMPOUNDS AND METHODS OF MAKING AND USING THE SAME	COMPOSITIONS COMPRISING ESTOLIDE COMPOUNDS AND METHODS OF MAKING AND USING THE SAME	COMPOSITIONS COMPRISING ESTOLIDE COMPOUNDS	COMPOSITIONS AND PRODUCTS CONTAINING ESTOLIDE COMPOUNDS	TITLE
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13936015	2014515812	127094241	2838701	2012271213	13781563	14619430	14101829	PCTUS1546158	62044401	14831723	14829468	14676516	14100469	13754775	127076925	14464427	APPLICATION NUMBER
Jul 7, 2015					Apr 28, 2015		Mar 17, 2015						Apr 28, 2015	Jan 21, 2014			? ISSUE DATE
9076588					9018406		8980361						9016097	8633143			PATENT NUMBER
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ESTOLIDE AND LUBRICANT COMPOSITIONS THAT CONTAIN ENE AND DIELS ALDER COMPOUNDS	ESTOLIDE AND LUBRICANT COMPOSITIONS THAT CONTAIN ENE AND DIELS ALDER COMPOUNDS	ESTOLIDE AND LUBRICANT COMPOSITIONS THAT CONTAIN ENE AND DIELS ALDER COMPOUNDS	ESTOLIDE AND LUBRICANT COMPOSITIONS THAT CONTAIN ENE AND DIELS ALDER COMPOUNDS	ESTOLIDE AND LUBRICANT COMPOSITIONS THAT CONTAIN ENE AND DIELS ALDER COMPOUNDS	ESTOLIDE AND LUBRICANT COMPOSITIONS THAT CONTAIN ENE AND DIELS ALDER COMPOUNDS	ESTOLIDE AND LUBRICANT COMPOSITIONS THAT CONTAIN ENE AND DIELS ALDER COMPOUNDS	ESTOLIDE AND LUBRICANT COMPOSITIONS THAT CONTAIN ENE AND DIELS ALDER COMPOUNDS	ESTOLIDE AND LUBRICANT COMPOSITIONS THAT CONTAIN ENE AND DIELS ALDER COMPOUNDS	ESTOLIDE AND LUBRICANT COMPOSITIONS THAT CONTAIN ENE AND DIELS ALDER COMPOUNDS	ESTOLIDE AND LUBRICANT COMPOSITIONS THAT CONTAIN ENE AND DIELS ALDER COMPOUNDS	ESTOLIDE AND LUBRICANT COMPOSITIONS THAT CONTAIN ENE AND DIELS ALDER COMPOUNDS	ESTOLIDE AND LUBRICANT COMPOSITIONS THAT CONTAIN ENE AND DIELS ALDER COMPOUNDS	ESTER COMPOUNDS INCLUDING TRIESTERS HAVING TERMINAL VICINAL ACYL GROUPS	EPOXIDIZED ESTOLIDES SULFURIZED ESTOLIDES AND METHODS OF MAKING THE SAME	EPOXIDIZED ESTOLIDES AND METHODS OF MAKING AND USING THE SAME	ELECTRICAL DEVICES AND DIELECTRIC FLUIDS CONTAINING ESTOLIDE BASE OILS	DRILLING AND FRACTURING FLUIDS COMPRISING ESTOLIDE COMPOUNDS	TITLE  DIELECTRIC FLUIDS COMPRISING ESTOLIDE  COMPOUNDS AND METHODS OF MAKING AND USING  THE SAME	
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	Nov 4, 2014														Sep 4, 2012	Sep 18, 2012		ISSUE DATE	
	014														012	2012		ATE	900000000000000000000000000000000000000
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	695														326	199		PATENT NUMBER	000000000000000000000000000000000000000
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ESTOLIDE COMPOUNDS, ESTAMIDE COMPOUNDS, AND US	ESTOLIDE COMPOSITIONS EXHIBITING SUPERIOR HIGH-PERFORMANCE PROPERTIES	ESTOLIDE COMPOSITIONS EXHIBITING SUPERIOR HIGH-PERFORMANCE PROPERTIES	ESTOLIDE COMPOSITIONS EXHIBITING HIGH OXIDATIVE STABILITY	ESTOLIDE COMPOSITIONS EXHIBITING HIGH OXIDATIVE STABILITY	ESTOLIDE COMPOSITIONS EXHIBITING HIGH CXIDATIVE STABILITY	ESTOLIDE COMPOSITIONS EXHIBITING HIGH OXIDATIVE STABILITY	ESTOLIDE COMPOSITIONS EXHIBITING HIGH CXIDATIVE STABILITY	ESTOLIDE COMPOSITIONS EXHIBITING HIGH OXIDATIVE STABILITY	ESTOLIDE AND LUBRICANT COMPOSITIONS THAT CONTAIN ENE AND DIELS ALDER COMPOUNDS	ESTOLIDE AND LUBRICANT COMPOSITIONS THAT CONTAIN ENE AND DIELS ALDER COMPOUNDS	TITLE								
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13799383	PCTUS1458262	14501867	14837240	13950508	13705543	13483602	2013091863	PI2013004476	20137032720	JP2014515847	9333CHENP2013	127265403	2012800297322	2838465	1120130323892	2012271126	201503402	PCTUS1368729	APPLICATION NUMBER
Sep 29, 2015				Sep 15, 2015	Sep 24, 2013	Feb 12, 2013													ISSUE DATE
9145535				9133410	8541351	8372301													PATENT NUMBER

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POLYOL ESTOLIDES AND METHODS OF MAKING AND WOUSING THE SAME	Plasticized Compositions Containing Estolide Compounds US	LUBRICANT COMPOSITIONS COMPRISING ESTOLIDE US BASE OILS	HYDROXY ESTOLIDES, POLY-CAPPED ESTOLIDES, AND US METHODS OF MAKING THE SAME	HYDROXY ESTOLIDES, POLY CAPPED ESTOLIDES, AND US METHODS OF MAKING THE SAME		HIGH-AND LOW-VISCOSITY ESTOLIDE BASE OILS AND JP LUBRICANTS	HIGH-AND LOW-VISCOSITY ESTOLIDE BASE OILS AND EP	HIGH-AND LOW-VISCOSITY ESTOLIDE BASE OILS AND CALUBRICANTS	HIGH-AND LOW-VISCOSITY ESTOLIDE BASE OILS AND AU	HIGH- AND LOW-VISCOSITY ESTOLIDE BASE OILS AND US LUBRICANTS	HIGH- AND LOW-VISCOSITY ESTOLIDE BASE OILS AND US	HEAT DISSIPATING COMPOSITIONS COMPRISING US ESTOLIDE COMPOUNDS	GREASE COMPOSITIONS COMPRISING ESTOLIDE BASE US	GREASE COMPOSITIONS COMPRISING ESTOLIDE BASE JP OILS	GREASE COMPOSITIONS COMPRISING ESTOLIDE BASE EP	GREASE COMPOSITIONS COMPRISING ESTOLICE BASE CA	GREASE COMPOSITIONS COMPRISING ESTOLIDE BASE AU OILS	FOOD-GRADE LUBRICANT COMPOSITIONS  COMPRISING ESTOLICE COMPOUNDS	TITLE
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PCTUS1445797	13766138	13531923	14454538	13600704	13199554	2013527064	117582775	2809353	2011296575	14613311	13711388	13552878	13366667	2014515810	127052082	2839174	2012271204	13587120	APPLICATION NUMBER
	Oct 14, 2014	Oct 16, 2012		Sep 9, 2014	May 28, 2013				Aug 7, 2014		Jul 16, 2013	Aug 20, 2013						Jan 24, 2013	ISSUE DATE
	8859658	8287754		8829216	8450256				2011296575		8486875	8512592						8399389	PATENT NUMBER

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PROCESSES OF PREPARING ESTOLDE COMPOUNDS EP THAT INCLUDE REMOVING SULFONATE RESIDUES	PROCESSES OF PREPARING ESTOLIDE COMPOUNDS   CA	PROCESSES OF PREPARING ESTOLIDE COMPOUNDS AU THAT INCLUDE REMOVING SULFONATE RESIDUES	PROCESSES OF PREPARING ESTOLIDE BASE OILS AND LUBRICANTS THAT INCLUDE TRANSESTERIFICATION  WO	PROCESSES OF PREPARING ESTOLIDE BASE OILS AND LUBRICANTS THAT INCLUDE TRANSESTERIFICATION	PROCESSES OF PREPARING ESTOLIDE BASE OILS AND LUBRICANTS THAT INCLUDE TRANSESTERIFICATION	PROCESSES OF PREPARING ESTOLIDE BASE OILS AND LUBRICANTS THAT INCLUDE TRANSESTERIFICATION	PROCESSES FOR PREPARING ESTOLIDE BASE OILS AND OLIGOMERIC COMPOUNDS THAT INCLUDE CROSS METATHESIS	PROCESSES FOR PREPARING ESTOLIDE BASE OILS US AND OLIGOMERIC COMPOUNDS THAT INCLUDE CROSS METATHESIS	PROCESSES FOR PREPARING ESTOLIDE BASE OILS KR AND OLIGOMERIC COMPOUNDS THAT INCLUDE CROSS METATHESIS	PROCESSES FOR PREPARING ESTOLIDE BASE OILS EP AND OLIGOMERIC COMPOUNDS THAT INCLUDE CROSS METATHESIS	PROCESSES FOR PREPARING ESTOLIDE BASE OILS CA AND OLIGOMERIC COMPOUNDS THAT INCLUDE CROSS METATHESIS	PROCESSES FOR PREPARING ESTOLIDE BASE OILS AU AND OLIGOMERIC COMPOUNDS THAT INCLUDE CROSS METATHESIS	PROCESSES FOR PREPARING ESTOLIDE BASE OILS AND BIOBASED COMPOUNDS THAT INCLUDE ETHYLENEOLYSIS	TITLE
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137097267	2877091	2013277741	PCTUS1339139	14844971	13875172	137998795	13707480	14026387	20147020214	128094273	2894831	2012355690	62119028	APPLICATIONA
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TWO-CYCLE LUBRICANTS COMPRISING ESTOLIDE COMPOUNDS  117 results displayed	TWO-CYCLE LUBRICANTS COMPRISING ESTOLIDE COMPOUNDS	SULFURIZED ESTOLIDES AND METHODS OF MAKING AND USING THE SAME	REFRIGERATING FLUID COMPOSITIONS COMPRISING ESTOLIDE COMPOUNDS	RECLAMATION OF ESTOLIDE BASE OILS FROM COMPOSITIONS COMPRISING IMMISCIBLE COMPONENTS	RECLAMATION OF ESTOLIDE BASE OILS FROM COMPOSITIONS COMPRISING IMMISCIBLE COMPONENTS	RECLAMATION OF ESTOLIDE BASE OILS FROM COMPOSITIONS COMPRISING IMMISCIBLE COMPONENTS	PROCESSES OF PREPARING ESTOLIDE COMPOUNDS THAT INCLUDE REMOVING SULFONATE RESIDUES	PROCESSES OF PREPARING ESTOLIDE COMPOUNDS THAT INCLUDE REMOVING SULFONATE RESIDUES	PROCESSES OF PREPARING ESTOLIDE COMPOUNDS THAT INCLUDE REMOVING SULFONATE RESIDUES	PROCESSES OF PREPARING ESTOLIDE COMPOUNDS THAT INCLUDE REMOVING SULFONATE RESIDUES	PROCESSES OF PREPARING ESTOLIDE COMPOUNDS THAT INCLUDE REMOVING SULFONATE RESIDUES	TITLE
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PCTUS1456522	14491261	13368713	13404903	PCTUS1549765	62055627	14852301	PCTUS1329426	14705729	14049101	13787556	20157001021	APPLICATION NUMBER
		Mar 26, 2013	Aug 7, 2012						May 26, 2015	Nov 19, 2013		ISSUE DATE
		8404867	8236194						9040729	8586771		PATENT NUMBER

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# SCHEDULE 2 TRADEMARK REGISTRATIONS AND APPLICATIONS

Descr	<u>iption</u>	Registration Number Registration Date						
1.	LubriGreen	3,994,612	July 12, 2011					
2.	Biosynthetic	4,573,855	July 22, 2014					
3.	Where Sustainability & High Performance Converg	4,769,486 ge	July 7, 2015					

## SCHEDULE 3 COPYRIGHT REGISTRATIONS AND APPLICATIONS

None.

PATENT REEL: 037162 FRAME: 0381

**RECORDED: 11/30/2015**