

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT4298268

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|---|--|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | |
| NATURE OF CONVEYANCE: | NOTICE OF SUCCESSION OF AGENCY | |
| CONVEYING PARTY DATA | | |
| | Name | Execution Date |
| | JPMORGAN CHASE BANK, N.A., AS PRIOR AGENT | 02/28/2017 |
| RECEIVING PARTY DATA | | |
| Name: | NOMURA CORPORATE FUNDING AMERICAS, LLC, AS SUCCESSOR AGENT | |
| Street Address: | 309 WEST 49TH STREET | |
| Internal Address: | WORLDWIDE PLAZA | |
| City: | NEW YORK | |
| State/Country: | NEW YORK | |
| Postal Code: | 10019 | |
| PROPERTY NUMBERS Total: 1 | | |
| | Property Type | Number |
| | Patent Number: | 9028686 |
| CORRESPONDENCE DATA | | |
| Fax Number: | (800)914-4240 | |
| <i>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.</i> | | |
| Phone: | 800-713-0755 | |
| 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: | ELAINE CARRERA | |
| SIGNATURE: | /Elaine Carrera/ | |
| DATE SIGNED: | 03/01/2017 | |
| Total Attachments: 6 | | |
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PATENT

REEL: 041855 FRAME: 0366

RECORDATION FORM COVER SHEET
PATENTS ONLY

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)

JPMorgan Chase Bank, N.A., as Prior Agent

2. Name and address of receiving party(ies)

Name: Nomura Corporate Funding Americas, LLC, as Successor Agent

Internal Address: _____

Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance/Execution Date(s):

Execution Date(s) February 28, 2017

☐ Assignment

☐ Merger

☐ Security Agreement

☐ Change of Name

☐ Joint Research Agreement

☐ Government Interest Assignment

☐ Executive Order 9424, Confirmatory License

☒ Other Notice of Succession of Agency

Street Address: 309 West 49th Street, Worldwide Plaza

City: New York

State: NY

Country: USA Zip: 10019

Additional name(s) & address(es) attached? ☐ Yes ☒ No

4. Application or patent number(s):

☐ This document is being filed together with a new application.

A. Patent Application No.(s)

B. Patent No.(s)

9028686

Additional numbers attached? ☐ Yes ☒ No

5. Name and address to whom correspondence concerning document should be mailed:

Name: Elaine Carrera, Legal Assistant

Internal Address: _____

Street Address: c/o Cahill Gordon & Reindel LLP

80 Pine Street

City: New York

State: NY Zip: 10005

Phone Number: (212) 701-3365

Docket Number: _____

Email Address: ecarrera@cahill.com

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 1.21(h) & 3.41) \$ _____

☐ Authorized to be charged to deposit account

☐ Enclosed

☐ None required (government interest not affecting title)

8. Payment Information

Deposit Account Number _____

Authorized User Name _____

9. Signature:

Elaine Carrera
Signature

March 1, 2017

Date

Elaine Carrera

Name of Person Signing

Total number of pages including cover sheet, attachments, and documents:

6

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O.Box 1450, Alexandria, V.A. 22313-1450

**NOTICE OF SUCCESSION OF AGENCY
REEL/FRAME 034179/0908
REEL/FRAME 5396/0031**

This NOTICE OF SUCCESSION OF AGENCY (this "Notice"), dated as of February 28, 2017 (the "Effective Date"), is executed by JPMORGAN CHASE BANK, N.A., in its capacity as Administrative Agent under the Original Agreements (as defined below) (the "Prior Agent"), and NOMURA CORPORATE FUNDING AMERICAS, LLC, in its capacity as successor Administrative Agent under the Current Agreements (as defined below) (the "Successor Agent").

WHEREAS, pursuant to that certain First Lien Credit Agreement, dated as of November 3, 2014, by and among BBB Industries US Holdings, Inc., a Delaware corporation, as borrower (the "Borrower"), Prior Agent and certain other parties thereto (the "Original Credit Agreement"), the Prior Agent and certain grantor parties identified on the signature pages thereto (the "Grantors") entered into that certain First Lien Security Agreement, dated as of November 3, 2014 (the "Original Security Agreement"), the Trademark Security Agreement, dated as of November 3, 2014 (the "Trademark Security Agreement") and the Patent Security Agreement, dated as of November 3, 2014 (the "Patent Security Agreement"), together with the Original Credit Agreement, the Original Security Agreement and the Trademark Security Agreement, the "Original Agreements"), pursuant to which the Grantors granted a security interest in and to certain collateral;

WHEREAS, the Patent Security Agreement was recorded with the United States Patent and Trademark Office on November 6, 2014 at Reel/Frame 034179/0908, and the Trademark Security Agreement was recorded with the United States Patent and Trademark Office on November 6, 2014 at Reel/Frame 5396/0031, with respect to the intellectual property identified on Schedule A attached hereto;

WHEREAS, the Original Credit Agreement was amended, including as amended by Amendment No. 3 dated as of February 17, 2017 (and as further amended and restated, collectively with the Original Security Agreement, the "Current Agreements"), and in connection with the transactions under the Current Agreements, the Prior Agent, the Successor Agent, Borrower and certain other parties have into that certain Successor Agent Agreement, dated as of February 28, 2017 (the "Successor Agent Agreement"), whereby the Prior Agent resigned as Administrative Agent and is succeeded to and replaced by the Successor Agent as successor Administrative 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 Successor Agent Agreement.

2. Succession and Replacement of Agency. Pursuant to the terms and conditions set forth in the Successor Agent Agreement, the Prior Agent has ceased to be Administrative Agent under such capacity and is succeeded to and replaced by the Successor Agent as Administrative 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 Intellectual Property Security Agreement, which security interest is now succeeded by and transferred to the Successor Agent.

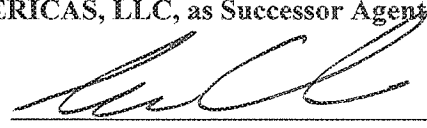
IN WITNESS WHEREOF, the parties have executed this Notice effective as of the Effective
Date:

JPMORGAN CHASE BANK, N.A., as Prior
Agent

By: 
Name: Robert P. Kellas
Title: Executive Director

**NOMURA CORPORATE FUNDING
AMERICAS, LLC, as Successor Agent**

By: _____



Name: Lee Olive

Title: Managing Director

[Signature Page to Notice of Change in Agency]

**PATENT
REEL: 041855 FRAME: 0371**

SCHEDULE A

U.S. Patents and Applications:

| Title | Application No. | Filing Date | Publication No. | Patent No. | Issue Date |
|--|-----------------|-------------|-----------------|------------|------------|
| Internal Magnetic Filter for Hydraulic Systems | 13558452 | 07/26/2012 | 20140027364 | 9028686 | 05/12/2015 |

U.S. Trademarks and Applications:

| Mark | Serial No. | Filing Date | Registration No. | Registration Date |
|----------------|------------|-------------|------------------|-------------------|
| BBB INDUSTRIES | 77487062 | 05/30/08 | 3649690 | 07/07/09 |
| BBB INDUSTRIES | 77128614 | 03/12/07 | 3470275 | 07/22/08 |
| BBB INDUSTRIES | 77126625 | 03/09/07 | 3477462 | 07/29/08 |
| BBB INDUSTRIES | 77126628 | 03/09/07 | 3371726 | 01/22/08 |
| OCA | 77126623 | 03/09/07 | 3343252 | 11/27/07 |
| WILSON | 73281628 | 10/14/80 | 1225738 | 02/01/83 |
| AMPERE | 74069159 | 06/14/90 | 1672379 | 01/21/92 |
| NUGEON | 76689470 | 05/09/08 | 3878351 | 11/23/10 |
| NUCHIN | 76689471 | 05/09/08 | 3759636 | 03/16/10 |