

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT5047031

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	PATENT COLLATERAL AGREEMENT

CONVEYING PARTY DATA

Name	Execution Date
W.M. BARR & COMPANY, INC.	07/11/2018

RECEIVING PARTY DATA

Name:	FIFTH THIRD BANK, AS AGENT
Street Address:	38 FOUNTAIN SQUARE PLAZA
City:	CINCINNATI
State/Country:	OHIO
Postal Code:	45263

PROPERTY NUMBERS Total: 14

Property Type	Number
Patent Number:	6767521
Application Number:	15655221
Application Number:	62569730
Application Number:	16011164
Application Number:	15605480
Application Number:	14948962
Application Number:	15162068
Application Number:	15625612
Application Number:	14949046
Application Number:	15162094
Application Number:	62679217
Application Number:	62623666
Application Number:	62663414
Application Number:	62571825

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.

Email: emily.klump@clarivate.com

Correspondent Name: LAURA L. DUNN

Address Line 1:	111 WEST MONROE STREET
Address Line 2:	CHAPMAN AND CUTLER LLP
Address Line 4:	CHICAGO, ILLINOIS 60603

NAME OF SUBMITTER:	EMILY KLUMP
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SIGNATURE:	/Emily Klump/
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DATE SIGNED:	07/12/2018
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Total Attachments: 5

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PATENT COLLATERAL AGREEMENT

This 11th day of July, 2018, W.M. Barr & Company, Inc., a Tennessee corporation ("*Debtor*") with its principal place of business and mailing address at 6750 Lenox Center Court, Suite 200, Memphis, Tennessee 38115, in consideration of ten dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, assigns, mortgages and pledges to Fifth Third Bank, an Ohio banking corporation ("*Fifth Third*"), with its mailing address at Fifth Third Center, 38 Fountain Square Plaza, Cincinnati, Ohio 45263, acting as administrative agent hereunder for the Secured Creditors as defined in the Security Agreement referred to below, and its successors and assigns (Fifth Third acting as such administrative agent and any successor(s) or assign(s) to Fifth Third acting in such capacity being hereinafter referred to as the "*Administrative Agent*"), and grants to the Administrative Agent for the benefit of the Secured Creditors a continuing security interest in, the following property:

(i) Each patent and patent application listed on Schedule A hereto and all of the inventions described and claimed therein and any and all reissues, continuations, continuations-in-part or extensions thereof; and


(ii) All proceeds of the foregoing, including without limitation any claim by Debtor against third parties for damages by reason of past, present or future infringement of any patent or patent application listed on Schedule A hereto, in each case together with the right to sue for and collect said damages;

to secure the payment and performance of all Secured Obligations of Debtor as set out in that certain Amended and Restated Security Agreement dated as of May 1, 2015 among Debtor, certain affiliates of Debtor and the Administrative Agent, as the same may be amended, modified, or restated from time to time (the "*Security Agreement*").

Debtor does hereby further acknowledge and affirm that the rights and remedies of the Administrative Agent with respect to the assignment, mortgage, pledge and security interest in the patents and patent applications made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, Debtor has caused this Patent Collateral Agreement to be duly executed as of the date and year last above written.

W.M. BARR & COMPANY, INC.

By 
Name: Joe Lyons
Title: Secretary

Accepted and agreed to as of the date and year last above written.

FIFTH THIRD BANK, as Administrative Agent

By _____
Name _____
Title _____

[SIGNATURE PAGE TO PATENT COLLATERAL AGREEMENT]

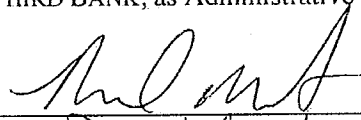
IN WITNESS WHEREOF, Debtor has caused this Patent Collateral Agreement to be duly executed as of the date and year last above written.

W.M. BARR & COMPANY, INC.

By _____
Name: Joe Lyons
Title: Secretary

Accepted and agreed to as of the date and year last above written.

FIFTH THIRD BANK, as Administrative Agent

By  _____
Name: Daniel Grant
Title: VP

[SIGNATURE PAGE TO PATENT COLLATERAL AGREEMENT]

**SCHEDULE A
TO PATENT COLLATERAL AGREEMENT**

**U.S. PATENT NUMBERS
AND PENDING U.S. PATENT APPLICATION NUMBERS**

FEDERAL PATENT REGISTRATIONS

TITLE	REG./SERIAL NO.	ISSUE/FILIN G DATE
SYSTEM FOR HANGING A DEHUMIDIFYING AND DEODORIZING POUCH	6767521	07/27/2004

PENDING FEDERAL PATENT APPLICATIONS

TITLE	REG./SERIAL NO.	ISSUE/FILE DATE
SPILL RESISTANT REFILLABLE MOISTURE ABSORBER	15/655221	07/20/2017
AUTOMOTIVE PAINT REMOVER COMPOSITION AND METHOD OF MAKING	62/569730	10/09/217
PAINT REMOVER COMPOSITION AND METHOD OF MAKING	16/011164	06/18/2018
WATERBORNE COATING COMPOSITION USEFUL FOR PROMOTING ADHESION TO PLASTIC SURFACES	15/605480	05/25/2017
SURFACE DISINFECTANT WITH RESIDUAL BIOCIDAL PROPERTY	14/948962	11/23/2015
SURFACE DISINFECTANT WITH RESIDUAL BIOCIDAL PROPERTY	15/162068	05/23/2016
SURFACE DISINFECTANT WITH RESIDUAL BIOCIDAL PROPERTY	15/625612	06/16/2017
SURFACE DISINFECTANT WITH RESIDUAL BIOCIDAL PROPERTY	14/949046	11/23/2015
SURFACE DISINFECTANT WITH RESIDUAL BIOCIDAL PROPERTY	15/162094	05/23/2016
SPILL RESISTANT AND MOISTURE ABSORBING DEVICE	62/679217	06/01/2018
COMPOSITION FOR RESIDUAL SANITIZATION	62/623666	01/30/2018
PAINT REMOVER HAVING REDUCED FLAMMABILITY	62/663414	04/27/2018
COMPOSITION FOR USE IN BRINE FORMATION	62/571825	10/13/2017