

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NOTICE OF GRANT OF SECURITY INTEREST IN FIRST AMENDED AND RESTATED TRADEMARK AND PATENT SECURITY AGREEMENT

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
MISTRAS GROUP, INC.		07/22/2009	CORPORATION: DELAWARE
PHYSICAL ACOUSTICS CORPORATION		07/22/2009	CORPORATION: DELAWARE
THERMTECH SERVICES, INC.		07/22/2009	CORPORATION: FLORIDA

RECEIVING PARTY DATA

Name:	BANK OF AMERICA, N.A.
Street Address:	750 Walnut Avenue
Internal Address:	Mail Stop NJ6-502-01-08
City:	Cranford
State/Country:	NEW JERSEY
Postal Code:	07016
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	1656028	VIBRA-METRICS
Registration Number:	2679996	PAC PHYSICAL ACOUSTICS CORPORATION
Serial Number:	78939647	TANKPAC
Registration Number:	1517630	CONAM INSPECTION
Registration Number:	1265296	C
Registration Number:	1870364	SENSOR HIGHWAY
Registration Number:	1921808	TUFKEM
Registration Number:	2221553	CONAM
Registration Number:	1299148	AGTL

CORRESPONDENCE DATA

900145227

**TRADEMARK
 REEL: 004077 FRAME: 0387**

OP \$240.00 1656028

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ATTORNEY DOCKET NUMBER:	223418.70037.1354NOD
NAME OF SUBMITTER:	Jody L. Burtner
Signature:	/Jody L. Burtner/
Date:	10/13/2009

Total Attachments: 6
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**NOTICE OF GRANT OF SECURITY INTEREST
IN FIRST AMENDED AND RESTATED TRADEMARK AND PATENT
SECURITY AGREEMENT**

Please be advised that:

A First Amended and Restated Trademark and Patent Security Agreement dated as of July 22, 2009 (hereinafter referred to as the "Security Agreement"), has been executed by and among **MISTRAS GROUP, INC.**, a Delaware corporation, with an address of 195 Clarksville Road, Princeton, New Jersey 08540, **PHYSICAL ACOUSTICS CORPORATION**, a Delaware corporation, with an address of 195 Clarksville Road, Princeton, New Jersey, 08540 and **THERMTECH SERVICES, INC.**, a Florida corporation, with an address of 195 Clarksville Road, Princeton, New Jersey 08540 (all collectively referred to hereinafter as the "Grantors", as such term is defined in the Security Agreement), in favor of **BANK OF AMERICA, N.A.**, a national banking association, organized and existing under the laws of the United States of America, with an address of Mail Stop NJ6-502-01-08, 750 Walnut Avenue, Cranford, New Jersey 07016 in its capacity as the administrative agent (hereinafter referred to as the "Agent" as such term is defined in the Security Agreement);

Any capitalized term used herein but not defined in this Notice shall have the meaning ascribed thereto in the Security Agreement;

In order to induce the Agent and the Lenders to enter into the Credit Agreement dated July 22, 2009, and to make the Loans thereunder, the Grantors agreed to execute and deliver the Security Agreement, thereby amending and restating in its entirety the Original Agreement;

To secure the complete and timely payment and satisfaction of all of the Obligations, each Grantor mortgaged, pledged and assigned to the Agent, and granted and conveyed to the Agent, for the ratable benefit of the Lenders, a security interest in and to, all of such Grantors' respective rights, title and interests in, to and with respect to the Collateral, including, but not limited to, the Patents and Trademarks set forth on Schedules A-1, A-2, B-1 and B-2, attached hereto; and

The Security Interest in the Collateral can be terminated only in accordance with the terms of the Security Agreement.

SCHEDULE A-1

**ATTACHED TO AND MADE A PART OF THAT CERTAIN FIRST AMENDED AND
RESTATED TRADEMARK AND PATENT SECURITY AGREEMENT EXECUTED BY AND
AMONG MISTRAS GROUP, INC., PHYSICAL ACOUSTICS CORPORATION, AND
THERMTECH SERVICES, INC., AS GRANTORS, AND BANK OF AMERICA, N.A., AS
COLLATERAL AGENT FOR THE BENEFIT OF VARIOUS LENDERS, AS SECURED PARTY,
DATED JULY 21, 2009**

Patents in Use

The Grantors own and use the following U.S. patents:

Patent No.	Title
5,191,327	Programmable Remote Transducer With Filtering, Differentiation, Integration and Amplification
5,430,663	Fault Tolerant Multipoint Data Collection System
5,473,941	Encapsulated Accelerometer With Faraday Shielding
5,687,391	Fault Tolerant Multipoint Control and Data Collection System
5,847,278	Accelerometer with Shear Isolated Mounting
6,596,222	Carriage Assembly for Positioning and Moving Equipment Relative to a Wall
7,060,991	Method and Apparatus for the Portable Identification of Material Thickness and Defects Along Uneven Surfaces Using Spatially Controlled Heat Application

The Grantors own and use the following non-U.S. Patents:

Country	Patent No.	Title
Australia	698530	Fault Tolerant Multipoint Data Collection System
Canada	2,214,852	Fault Tolerant Multipoint Data Collection System
China	ZL96195121.4	Fault Tolerant Multipoint Data Collection System
EPC	0,835,434B1	Fault Tolerant Multipoint Data Collection System
France-EP	0,835,434B1	Fault Tolerant Multipoint Data Collection System
Germany-EP	96 29 697.7-08	Fault Tolerant Multipoint Data Collection System
Great Britain-EP	0,835,434B1	Fault Tolerant Multipoint Data Collection System

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Germany-EP	7 25927 2 (<i>expired</i>)	Fault Tolerant Multipoint Data Collection System
Great Britain-EP	697094 (<i>expired</i>)	Fault Tolerant Multipoint Data Collection System
Australia-EP	697079 (<i>expired</i>)	Fault Tolerant Multipoint Data Collection System

Physical Acoustics Corporation holds the following patent license: Settlement and Patent License Agreement, dated April 22, 2004, between Pure Technologies, Ltd. and Physical Acoustics Corp.

SCHEDULE A-2

**ATTACHED TO AND MADE A PART OF THAT CERTAIN FIRST AMENDED AND
RESTATED TRADEMARK AND PATENT SECURITY AGREEMENT EXECUTED BY AND
AMONG MISTRAS GROUP, INC., PHYSICAL ACOUSTICS CORPORATION, AND
THERMTECH SERVICES, INC., AS GRANTORS, AND BANK OF AMERICA, N.A., AS
COLLATERAL AGENT FOR THE BENEFIT OF VARIOUS LENDERS, AS SECURED PARTY,
DATED JULY 28, 2009**

Unused Patents

5,255,565 Method and Apparatus for Monitoring Multiple Points on a Vibrating Structure

Patent no. 5,255,565 has expired due to non-payment of maintenance fees.

SCHEDULE B-1

ATTACHED TO AND MADE A PART OF THAT CERTAIN FIRST AMENDED AND RESTATED TRADEMARK AND PATENT SECURITY AGREEMENT EXECUTED BY AND AMONG MISTRAS GROUP, INC., PHYSICAL ACOUSTICS CORPORATION, AND THERMTECH SERVICES, INC., AS GRANTORS, AND BANK OF AMERICA, N.A., AS COLLATERAL AGENT FOR THE BENEFIT OF VARIOUS LENDERS, AS SECURED PARTY, DATED JULY 22, 2009

Trademarks in Use

U.S. Registered Trademarks:

Trademark	Owner	Registration or Serial No.
Vibra-Metrics	Mistras Holdings Corp.	1,656,028
PAC Physical Acoustics Corporation & Design	Mistras Holdings Corp.	2,679,996
TANKPAC	Physical Acoustics Corporation	78,939,647
CONAM Inspection	CONAM Inspection & Engineering Services, Inc.	1,517,630
C& Design	CONAM Inspection & Engineering Services, Inc.	1,265,296
Sensor Highway (<i>cancelled mark</i>)	Mistras Holdings Corp.	1,870,364
TUFKEM (<i>cancelled mark</i>)	Mistras Holdings Corp.	1,921,808
CONAM (<i>cancelled mark</i>)	CONAM Inspection & Engineering Services, Inc.	2,221,53

The Grantors also uses the following unregistered trademarks:

Monpac, Perpac, NDT Automation, and PCMS

SCHEDULE B-2

**ATTACHED TO AND MADE A PART OF THAT CERTAIN FIRST AMENDED AND
RESTATED TRADEMARK AND PATENT SECURITY AGREEMENT EXECUTED BY AND
AMONG MISTRAS GROUP, INC., PHYSICAL ACOUSTICS CORPORATION, AND
THERMTECH SERVICES, INC., AS GRANTORS, AND BANK OF AMERICA, N.A., AS
COLLATERAL AGENT FOR THE BENEFIT OF VARIOUS LENDERS, AS SECURED PARTY,
DATED JULY 27, 2009**

Unused Trademarks

Trademark	Owner	Registration or Serial No.
AGTL & Design (<i>cancelled mark</i>)	CONAM Inspection & Engineering Services, Inc.	1,229,148