

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Fab-Tech, Inc.		05/09/2012	CORPORATION: VERMONT
RECEIVING PARTY DATA			
Name:	RBS Citizens, N.A.		
Street Address:	20 West Park Street		
City:	Lebanon		
State/Country:	NEW HAMPSHIRE		
Postal Code:	03766		
Entity Type:	National Association: UNITED STATES		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1692396	PSP	
Registration Number:	1647192	TOOL VAULT	
CORRESPONDENCE DATA			
Fax Number:			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	802-862-2855		
Email:	soneil@cslaw.us		
Correspondent Name:	Carroll & Scribner, PC		
Address Line 1:	131 Church Street, PO Box 932		
Address Line 4:	Burlington, VERMONT 05482		
NAME OF SUBMITTER:	Mark H. Scribner		
Signature:	/mark scribner/		
Date:	05/11/2012		

OP \$65.00 1692396

Total Attachments: 4

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TRADEMARK GRANT OF SECURITY INTEREST

WHEREAS, Fab-Tech, Inc., a corporation formed under the laws of Vermont, with a principal place of business at 480 Hercules Drive, Colchester, VT 05446 (the "Grantor"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Grantor and two other affiliated companies, Composite & Metal Products USA, Inc. and Sequel Industrial Products, Inc.. (collectively with Grantor, the "Companies"), have entered into (i) a certain Senior Revolving Credit, Term Loan and Security Agreement, dated May 10, 2012, among **RBS Citizens, N.A.** ("Senior Lender") and the Companies and (ii) a certain Trademark Collateral Security Agreement, dated May 10, 2012, made by Grantor in favor of Senior Lender (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, Grantor is granting to Senior Lender for its benefit a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor;


NOW, THEREFORE, for good and valuable consideration and the financial accommodations provided Companies by Senior Lender, the receipt of which is hereby acknowledged, Grantor hereby grants to Senior Lender for its benefit a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which security interest shall secure all the Obligations (as defined in the Agreements) in accordance with the terms and provisions of the Agreements; provided that notwithstanding anything to the contrary contained herein, the security interest granted herein shall not constitute a grant of a security interest in the Excluded Assets (as defined in the Agreements).

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Grantor expressly acknowledges and affirms that the rights and remedies of Senior Lender with respect to the security interest granted hereby are more fully set forth in the Agreements.

Dated: May __ 2012

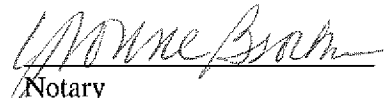
FAB-TECH, INC.,
as Grantor

By: 
Name: Paul Frascoia
Title: President and Chief Executive Officer

STATE OF VERMONT
CHITTENDEN COUNTY, SS.

At Colchester, this 9 day of May, 2012, personally appeared Paul Frascoia, on behalf of **FAB-TECH, INC.**, and he acknowledged this instrument by him sealed and subscribed, to be his free act and deed, and the free act and deed of **FAB-TECH, INC.**

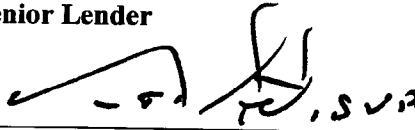
Before me,


Notary
Commission expires: 2/10/15

[FT Trade Mark Grant Signature Page]

**RBS CITIZENS, N.A.,
as Senior Lender**

By:

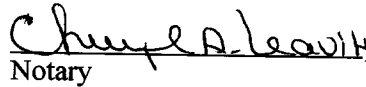


Name: Vernon T. Studer
Title: Senior Vice President

**STATE OF NEW HAMPSHIRE
GRAFTON COUNTY, SS.**

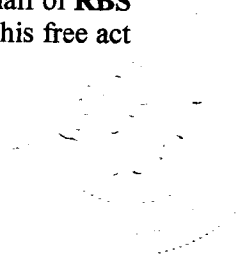
At Lebanon, this 10th day of May, 2012, personally appeared Vernon T. Studer on behalf of **RBS CITIZENS, N.A.**, and he acknowledged this instrument by him sealed and subscribed, to be his free act and deed, and the free act and deed of **RBS CITIZENS, N.A.**

Before me,



Notary

Commission expires: 5/7/2013



[RBS FT Trade Mark Grant Signature Page]

SCHEDULE A

<u>Owner</u>	<u>Registration or Application No.</u>	<u>Country</u>	<u>Filing or Registration Date</u>	<u>Mark</u>
Fab-Tech, Inc.	Registration No. 1,692,396	United States	June 9,1992	PSP
Fab-Tech, Inc.	Registration No. 1,647,192	United States	June 11, 1991	Tool Vault ¹
Fab-Tech, Inc.	Registration No. 40-541757	Korea	February 20, 2003	PSP

¹ Trademark has expired.
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