

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
JPMorgan Chase Bank, N.A.		12/19/2012	National Association: UNITED STATES

RECEIVING PARTY DATA

Name:	Cleaver-Brooks, Inc.
Street Address:	11950 W. Lake Park Dr.
City:	Milwaukee
State/Country:	WISCONSIN
Postal Code:	53224
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 21

Property Type	Number	Word Mark
Registration Number:	0708411	BOILERMATE
Registration Number:	2322573	BOILERSPEC
Registration Number:	3264522	BOILERSPEC
Registration Number:	0987858	CB
Registration Number:	1717786	CB-HAWK
Registration Number:	1715306	CB-HAWK
Registration Number:	2805139	CLEARFIRE
Registration Number:	3728800	CLEAVER BROOKS
Registration Number:	0575242	CLEAVERBROOKS
Registration Number:	1418155	CLEAVER BROOKS
Registration Number:	2374735	ERI
Registration Number:	0721008	HEV-E-DUTY
Registration Number:	0512817	HEV-E-OIL
Registration Number:	1529586	IC

**TRADEMARK**

Registration Number:	1455141	MAX-FIRE
Registration Number:	1963346	MAX-FLOW
Registration Number:	1416407	
Registration Number:	3084957	PROFIRE
Registration Number:	0892464	SPRAYMASTER
Registration Number:	2518022	TRUEFIRE
Serial Number:	77054460	CB

**CORRESPONDENCE DATA**

Fax Number: 4142235000  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Phone: 414-978-5440  
Email: cwalker@whdlaw.com  
Correspondent Name: Whyte Hirshboeck Dudek S.C.  
Address Line 1: 555 East Wells St. Suite 1900  
Address Line 2: Attn: Christopher R. Walker  
Address Line 4: Milwaukee, WISCONSIN 53202-3819

ATTORNEY DOCKET NUMBER:	JPM/CLEAVER-BROOKS/CRW
NAME OF SUBMITTER:	Christopher R. Walker
Signature:	/Christopher R. Walker/
Date:	12/21/2012

**Total Attachments: 3**

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**Termination and Release of Security Interests  
In Trademark Rights**

THIS TRADEMARK TERMINATION AND RELEASE (this "Release") is made as of December 19, 2012 by JPMorgan Chase Bank, N.A. ("US Collateral Agent").

WITNESSETH:

WHEREAS, pursuant to that certain Grant of Security Interest in Trademark Rights Agreement dated May 5, 2010 among Cleaver Brooks, Inc., a Delaware corporation (the "Company"), Cleaver-Holdings, Inc., a Delaware corporation, and the Guarantors party thereto, and US Collateral Agent, as trustee and collateral agent (as amended, restated, supplemented, or otherwise modified from time to time, including all schedules thereto, the "Agreement"), the Company has granted to US Collateral Agent a security interest in any and all trademarks, trademark registrations, interests under trademark license agreements, tradenames, trademark applications, service marks, service mark registrations, service mark applications and brand names, including, without limitation, United States and foreign trademark and service mark registrations and applications thereof listed on Exhibit A attached hereto (the "Trademarks").

WHEREAS, the Agreement was recorded in the Assignment Division of the United States Patent and Trademark Office at Reel 004200, Frame 0178 on May 6, 2010;

WHEREAS, US Collateral Agent now desires to terminate and release the entirety of its security interests in the Trademarks.

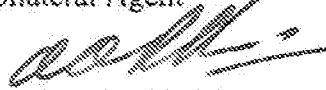
NOW, THEREFORE, in consideration of, and in adherence with, the Credit Agreement dated May 5, 2010, by and between the US Collateral Agent and the Company, the US Collateral Agent hereby terminates, releases and discharges all security interests, liens, title and interest and all other rights it has in and to the Trademarks.

This Release shall be governed by and construed in accordance with the laws of the State of New York without regard to conflicts of law principles.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, US Collateral Agent has caused this Release to be duly executed by its duly authorized officer as of the day and year first above written.

JPMorgan Chase Bank, N.A., as US  
Collateral Agent



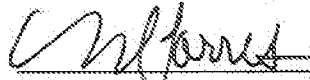
By: Aized A. Rabbani

Title: Vice President

STATE OF NEW YORK )  
 ) ss.  
COUNTY OF New York )

Personally came before me this 18th day of December, 2012, the above named Aized A. Rabbani, as Vice President of JPMorgan Chase Bank, N.A., who is personally known to me to be the person who executed the same as the free and voluntary act of such party for the uses and purposes mentioned in the instrument in his duly authorized capacity.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.



(Print or type name of Notary) Margarita Torres

Notary Public, State of New York

My commission expires: May 1, 2014

MARGARITA TORRES  
Notary Public, State of New York  
Qualified in Bronx County  
No. 01TO6041062  
My Commission Expires May 1, 20 14

**EXHIBIT A**

**U.S. Trademark Registrations of Cleaver-Brooks, Inc.**

<u>Company</u>	<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
Cleaver-Brooks, Inc.	Boilermate	708,411	12/13/60
Cleaver-Brooks, Inc.	Boilerspec	2,322,573	Lapsed
Cleaver-Brooks, Inc.	Boilerspec	3,264,522	07/17/07
Cleaver-Brooks, Inc.	CB	987,858	07/09/74
Cleaver-Brooks, Inc.	CB-Hawk	1,717,786	09/22/92
Cleaver-Brooks, Inc.	CB-Hawk & Design	1,715,306	09/15/92
Cleaver-Brooks, Inc.	Clearfire	2,805,139	01/13/98
Cleaver-Brooks, Inc.	Cleaver Brooks (New Flame in Hand)	3,728,800	12/22/09
Cleaver-Brooks, Inc.	Cleaver Brooks (Stylized)	575,242	06/02/53
Cleaver-Brooks, Inc.	Cleaver Brooks & Design	1,418,155	11/25/86
Cleaver-Brooks, Inc.	ERI & Design	2,374,733	Lapsed
Cleaver-Brooks, Inc.	Hev-E-Duty	721,008	09/05/61
Cleaver-Brooks, Inc.	Hev-E-Oil	512,817	Lapsed
Cleaver-Brooks, Inc.	IC & Design	1,529,586	03/14/89
Cleaver-Brooks, Inc.	Max-Fire	1,455,141	09/01/87
Cleaver-Brooks, Inc.	Max-Flow	1,963,346	03/19/96
Cleaver-Brooks, Inc.	Misc Design (New Flame in Hand with Globe)	1,416,407	11/11/86
Cleaver-Brooks, Inc.	Profire	3,084,957	04/25/06
Cleaver-Brooks, Inc.	Spraymaster	892,864	06/09/70
Cleaver-Brooks, Inc.	Truefire	2,518,022	12/11/01

**U.S. Trademark Applications of Cleaver-Brooks, Inc.**

<u>Company</u>	<u>Trademark</u>	<u>Application No.</u>	<u>Filing Date</u>
Cleaver-Brooks, Inc.	C-B & Design	77/054,460	11/30/2006

**Canadian Trademark Registrations of Cleaver-Brooks, Inc.**

<u>Company</u>	<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
Cleaver-Brooks, Inc.	Cleaver Brooks (Plain Block Letters)	183,466	06/01/56
Cleaver-Brooks, Inc.	Cleaver Brooks & Design	337,792	03/04/88
Cleaver-Brooks, Inc.	Hypermix Technology	576,122	02/20/03
Cleaver-Brooks, Inc.	IC & Design	288,243	02/24/84
Cleaver-Brooks, Inc.	Nalcom Burner	576,121	02/20/03

WHD/9135163.2