

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM321730

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Termination and Release of Security Interest in Trademark Rights
SEQUENCE:	3

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
The Bank of New York Mellon Trust Company, N.A.		10/24/2014	Bank: UNITED STATES

RECEIVING PARTY DATA

Name:	Momentive Performance Materials Inc.
Street Address:	260 Hudson River Road
City:	Waterford
State/Country:	NEW YORK
Postal Code:	12188
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	4484788	SPEEDPAINT
Serial Number:	86142348	OPHTHASIL
Registration Number:	0934317	SF-96
Registration Number:	1158689	FOAM GUARD
Registration Number:	1745397	NAIL NO MORE
Registration Number:	3340996	BIOSEAL
Registration Number:	2394012	
Serial Number:	85605429	A SPACE FOR YOUR FACE

CORRESPONDENCE DATA

Fax Number: 2127288111

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.

Phone: 2127288000

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Correspondent Name: Kim Walker c/o Willkie Farr & Gallagher

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TRADEMARK

REEL: 005391 FRAME: 0296

900305764

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NAME OF SUBMITTER:	Kim A. Walker
SIGNATURE:	/kaw-907/
DATE SIGNED:	10/30/2014
Total Attachments: 4 source=MPM - Trademark Release (1 5 Lien) - April 11 2014 (Executed)#page1.tif source=MPM - Trademark Release (1 5 Lien) - April 11 2014 (Executed)#page2.tif source=MPM - Trademark Release (1 5 Lien) - April 11 2014 (Executed)#page3.tif source=MPM - Trademark Release (1 5 Lien) - April 11 2014 (Executed)#page4.tif	

**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARK RIGHTS**

TERMINATION AND RELEASE dated as of October 24, 2014, from THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A., as collateral agent (the "Agent") to MOMENTIVE PERFORMANCE MATERIALS INC., a Delaware corporation (the "Pledgor").

WITNESSETH:

WHEREAS, pursuant to the Collateral Agreement, dated as of May 25, 2012 (as amended, restated, supplemented or otherwise modified from time to time), made by the Pledgor and certain subsidiaries of the Pledgor listed therein in favor of the Agent (the "Collateral Agreement"), a security interest (the "Security Interest") was granted by the Pledgor to the Agent in certain collateral, including the Trademark Collateral;

WHEREAS, pursuant to that certain Trademark Security Agreement dated as of April 11, 2014, each among the Agent and the Pledgor (collectively, the "Security Agreements"), the Pledgor, by reference to the Collateral Agreement, reaffirmed its intent to grant the Security Interest to the Agent specifically in certain Trademark Collateral;

WHEREAS, the Security Agreements were recorded in the Trademark Division of the United States Patent and Trademark Office on April 22, 2014 at Reel 5266 and Frame 0100; and


WHEREAS, the Agent now desires to terminate and release the entirety of its Security Interest in the Trademark Collateral;

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Termination and Release, the Agent hereby states as follows:

1. Definitions. Capitalized terms used in this Termination and Release and not otherwise defined herein have the meanings specified in the Security Agreement.
2. Release of Security Interest. The Agent hereby terminates, releases and discharges, without recourse, representation or warranty, its Security Interest in the Trademark Collateral, and any right, title or interest of the Agent in such Trademark Collateral shall hereby cease and become void.
3. Further Assurances. The Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect the release of the Security Interest contemplated hereby.

IN WITNESS WHEREOF, the Collateral Agent has caused this Release to be duly executed and delivered by its officer thereunto duly authorized as of the date set forth above.

**THE BANK OF NEW YORK MELLON
TRUST COMPANY, N.A.,**
as Collateral Agent


By: 
Name: R. Tamas
Title: Vice President

13037545.1

Schedule A

See Attached.

Schedule A

Trademark	Application Date	Application Number	Registration Number	Status
SPEEDPAINT	10-Jul-2013	86006198	4484788	Registered
OPHTHASIL	12-Dec-2013	86142348	N/A	Pending
SF-96	27-Aug-70	72369157	0934317	Registered
FOAM GUARD	24-Oct-79	73236514	1158689	Registered
NAIL NO MORE	12-Sep-91	74202635	1745397	Registered
BIOSEAL	10-Jan-05	78544679	3340996	Registered
 [Design Only]	1-Jul-98	75511871	2394012	Registered
A SPACE FOR YOUR FACE	23-Apr-12	85605429	N/A	Pending
SILOPREN	27-Dec-13	791429641	N/A	Pending

1 The filing basis for this trademark application is 66A (extension of protection of an international registration to the United States), so this security interest cannot be recorded against this application directly through the USTPO, but will have to be filed through WIPO's International Bureau using a form MM19.