

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM352483

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
General Electric Capital Corporation		08/21/2015	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Antares Capital LP		
Street Address:	500 West Monroe		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60661		
Entity Type:	LIMITED PARTNERSHIP: DELAWARE		
PROPERTY NUMBERS Total: 20			
Property Type	Number	Word Mark	
Registration Number:	3640138	AGILEX FLAVORS & FRAGRANCES	
Registration Number:	3648037	AGILEX FLAVORS & FRAGRANCES	
Registration Number:	4230570	AQUAFUSE	
Registration Number:	2139441	AROMA POLY	
Registration Number:	2094101	AROMA PUFFS	
Registration Number:	2772329	AROMACRYSTAL	
Registration Number:	2258557	AROMAGEL	
Registration Number:	2304470	AROMAPEARL	
Registration Number:	1559454	AROMA-TECH	
Registration Number:	1567625	FRAGRANCE IMAGE ARTISTS	
Registration Number:	4179141	NEUTRAZINE	
Registration Number:	2015169	NEUTREX	
Registration Number:	3920100	SCENTSCENE	
Registration Number:	2153279	SENSI-TECH	
Registration Number:	1794553	TFF	
Registration Number:	1949171	TFF	
Registration Number:	2693613	TREASAIRES	
Serial Number:	85213905	DUOGEL	
Serial Number:	85557392	FRAGRANCEDNA	
TRADEMARK			

OP \$515.00 3640138

Property Type	Number	Word Mark
Serial Number:	78651468	LIGHTHOUSE

CORRESPONDENCE DATA

Fax Number: 4045725134

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: 404.572.4600

Email: ssexton@kslaw.com

Correspondent Name: King & Spalding

Address Line 1: 1180 Peachtree St.

Address Line 4: Atlanta, GEORGIA 30309

ATTORNEY DOCKET NUMBER:	09636.015105
NAME OF SUBMITTER:	Sally Sexton
SIGNATURE:	/sallysexton/
DATE SIGNED:	08/24/2015

Total Attachments: 8

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**ASSIGNMENT OF INTELLECTUAL PROPERTY
SECURITY AGREEMENT**

This **ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT** (this “**Assignment**”), dated as of August 21, 2015, is by **GENERAL ELECTRIC CAPITAL CORPORATION** (individually, “**GECC**”), acting in its capacity as the current and resigning administrative agent (in such capacity, the “**Retiring Agent**”) and **ANTARES CAPITAL LP**, a Delaware limited partnership (individually, “**Antares**”), acting in its capacity as the successor administrative agent (in such capacity, the “**Successor Agent**”).

RECITALS:

WHEREAS, Agilex Flavors & Fragrances, Inc., FFG Holdings, Inc., Aromatic Technologies, Inc., International Fragrance & Technology, Inc., Technology Flavors & Fragrances, Inc., Western Flavors & Fragrances, Inc., and Agilex Merger Sub, Inc., as “**Grantors**”, and Retiring Agent are parties to those certain intellectual property security agreements identified in Exhibit A attached hereto (as the same have been and may hereafter be amended, restated, supplemented or otherwise modified from time to time, collectively, the “**Agreements**”) covering certain intellectual property set forth on Exhibit B attached hereto; and

WHEREAS, pursuant to that certain Omnibus Agency Transfer Agreement by and among GECC, as the Retiring Agent, and Antares, as Successor Agent, Retiring Agent has assigned to Successor Agent all of its rights, remedies, duties and other obligations under, among other documents, the Agreements, in each instance, in its capacity as administrative agent and, if applicable, collateral agent.

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Retiring Agent hereby assigns and transfers to Successor Agent and its successors and assigns, all of its rights, title and interest in and to the Agreements.

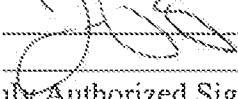
This Assignment may be executed in any number of counterparts, each of which when so executed shall be deemed an original and all of which taken together shall constitute one and the same instrument.

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IN WITNESS WHEREOF, Retiring Agent and Successor Agent have caused this Assignment to be duly executed as of the date first above written.

RETIRING AGENT:

GENERAL ELECTRIC CAPITAL CORPORATION

By: 
Name: _____ Jason Ricketts
Its: Duly Authorized Signatory **Duly Authorized Signatory**

SUCCESSOR AGENT:

ANTARES CAPITAL LP

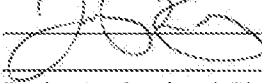
By: 
Name: _____ Jason Ricketts
Title: Duly Authorized Signatory **Duly Authorized Signatory**

EXHIBIT A



Trademark Security Agreement dated as of December 19, 2012 and filed with the United States Patent and Trademark Office on December 21, 2012 at Reel 4923, Frame 0911.

EXHIBIT B

Trademark Registrations

1. Registered Trademarks

Mark	Country	App. No./ Filing Date	Reg. No./ Reg. Date	Class	Owner
AGILEX FLAVORS & FRAGRANCES	Canada	1359718 8/14/2007	TMA750732 10/21/2009	Chemicals intended for use in the manufacture of perfumes, fragrances, flavors, cosmetics, soaps, foodstuffs, beverages, pharmaceuticals and oral care products; chemicals for use in the flavor and fragrance industry; essential oils for use as food flavorings; natural and artificial food flavorings, and extracts used as food flavorings, not being essential oils, for giving taste to foodstuffs, beverages, pharmaceuticals and to oral care products. Custom manufacture of flavors and fragrances of others.	Agilex Flavors & Fragrances, Inc.
AGILEX FLAVORS & FRAGRANCES	U.S.	77/095122 1/30/2007	3640138 6/16/2009	1) chemicals intended for use in the manufacture of perfumes, fragrances, flavors, cosmetics, soaps, foodstuffs, beverages, pharmaceuticals and oral care products; chemicals for use in the flavor and fragrance industry 3) essential oils for use as food flavorings 30) natural and artificial food flavorings, and extracts used as food flavorings, not being essential oils, for giving taste to foodstuffs, beverages, pharmaceuticals and to oral care products 40) custom manufacture of flavors and fragrances of others	Agilex Flavors & Fragrances, Inc.

Mark	Country	App. No./ Filing Date	Reg. No./ Reg. Date	Class	Owner
AGILEX FLAVORS & FRAGRANCES & Design 	Canada	1359715 8/14/2007	TMA776240 9/3/2010	Chemicals intended for use in the manufacture of perfumes, fragrances, flavors, cosmetics, soaps, foodstuffs, beverages, pharmaceuticals and oral care products; chemicals for use in the flavor and fragrance industry; essential oils for use as food flavorings; natural and artificial food flavorings, and extracts used as food flavorings, not being essential oils, for giving taste to foodstuffs, beverages, pharmaceuticals and to oral care products. Custom manufacture of flavors and fragrances of others.	Agilex Flavors & Fragrances, Inc.
AGILEX FLAVORS & FRAGRANCES & Design 	U.S.	77/095139 1/30/2007	3648037 6/30/2009	1) chemicals intended for use in the manufacture of perfumes, fragrances, flavors, cosmetics, soaps, foodstuffs, beverages, pharmaceuticals and oral care products; chemicals for use in the flavor and fragrance industry 3) essential oils for use as food flavorings 30) natural and artificial food flavorings, and extracts used as food flavorings, not being essential oils, for giving taste to foodstuffs, beverages, pharmaceuticals and to oral care products 40) custom manufacture of flavors and fragrances of others	Agilex Flavors & Fragrances, Inc.
AQUAFUSE	U.S.	85/213911 1/10/2011	4230570 10/23/2012	1) components used in the manufacture of industrial and consumer fragranced products, namely, aromatic additives for use in the manufacture of aqueous room fresheners	Agilex Flavor & Fragrances, Inc.

Mark	Country	App. No./ Filing Date	Reg. No./ Reg. Date	Class	Owner
AROMA POLY	U.S.	74/731480 9/11/1995	2139441 2/24/1998	1) polymer-encapsulated fragrances for use in the manufacture of air fresheners, toys and other scented gifts or novelties	Aromatic Technologies, Inc.
AROMA PUFFS	U.S.	74/716480 8/16/1995	2094101 9/9/1997	1) fragrance-bearing polymers for use in the manufacture of air fresheners and odor counteractants	Aromatic Technologies, Inc.
AROMACRYSTAL	U.S.	76/339403 11/16/2001	2772329 10/7/2003	1) natural and artificial chemical components for use in the manufacture of candles, air fresheners, toys and other gifts or novelties	Aromatic Technologies, Inc.
AROMAGEL	U.S.	75/325127 7/16/1997	2258557 7/6/1999	1) chemicals, namely, a gel matrix containing odor counteractants and/or fragrance compounds for use in the manufacture of air fresheners, candles, and odor control preparations	Aromatic Technologies, Inc.
AROMAPEARL	U.S.	75/157581 8/29/1996	2304470 12/28/1999	4) scented unscented candles; illuminants, namely, wicks, gels and oils	Aromatic Technologies, Inc.
AROMA-TECH	U.S.	73/705715 1/15/1988	1559454 10/10/1989	1) fragrance concentrates for use in further manufacturing as additives for a variety of commercial products and consumer goods	Aromatic Technologies, Inc.
FRAGRANCE IMAGE ARTISTS	U.S.	73/705710 1/15/1988	1567625 11/21/1989	42) consulting services relating to fragrances in compounded products	Aromatic Technologies, Inc.
METAGEL	Mexico	551418 6/12/2002	766420 10/31/2002	1) polimero para su uso en refrescantes de ambiente, fragancias y productos aromaticos de venta al menudeo.	International Fragrance & Technology, Inc.
NEUTRAZINE	U.S.	85/484184 11/30/2011	4179141 7/24/2012	1) components used in the manufacture of industrial and consumer fragranced products, namely, aqueous aromatic additives for use in the manufacture of room fresheners	Agilex Flavors & Fragrances, Inc.

Mark	Country	App. No./ Filing Date	Reg. No./ Reg. Date	Class	Owner
NEUTREX	U.S.	74/716482 8/16/1995	2015169 11/12/1996	1) odor counteractants for use in manufacturing air fresheners, candles, cleaners, detergents, disinfectants, pet products, odor control products, and the like	Aromatic Technologies, Inc.
SCENTSCENE	U.S.	77/408238 2/28/2008	3920100 2/15/2011	35) business consultation and marketing consultation services in the field of flavors and fragrances development and usage	Agilex Flavors & Fragrances, Inc.
SENSI-TECH	U.S.	74/716481 8/16/1995	2153279 4/28/1998	1) odor counteractants/fragrance compounds for use in manufacturing air fresheners, candles, cleaners, detergents, disinfectants, pet products, odor control products, and the like	Aromatic Technologies, Inc.
TFF	Colombia	01 072533 8/30/2001	258273 11/22/2002	3) aceites esenciales para usar como materia prima en perfumes cosmeticos articulos de aseo limpiadores olorizantes y desodorantes.	Technology Flavors & Fragrances, Inc.
TFF	Colombia	01 072534 8/30/2001	257669 3/22/2002	1) sabores y fragancias quimicas para ser usadas en comidas y cosmeticos respectivamente.	Technology Flavors & Fragrances, Inc.
TFF	Colombia	01 72534 8/30/2001	257669 3/22/2002	1) sabores y fragancias quimicas para ser usadas en comidas y cosmeticos respectivamente.	Technology Flavors & Fragrances, Inc.
TFF	Mexico	231246 5/8/1995	659996 6/26/2000	1) saborizantes y fragancias quimicas para usarse en alimentos y cosmeticos.	Technology Flavors and Fragrances, Inc.
TFF	Mexico	231249 5/8/1995	494740 6/15/1995	3) aceites esenciales.	Technology Flavors and Fragrances, Inc.
TFF	U.S.	74/230463 12/16/1991	1794553 9/28/1993	1) chemical flavors and fragrances for use for foods and cosmetics respectively	Technology Flavors and Fragrances, Inc.

Mark	Country	App. No./ Filing Date	Reg. No./ Reg. Date	Class	Owner
TFF	U.S.	74/645146 3/6/1995	1949171 1/16/1996	3) essential oils for use in the manufacture of perfumes, cosmetics, toiletries, food flavorings, cleaners, odorants, deodorants, and air fresheners	Technology Flavors & Fragrances, Inc.
TREASAIRES	U.S.	75/571287 10/9/1998	2693613 3/4/2003	3) air fresheners and fragrances for use as an ingredient in fragrant gel pieces used in simmering pots	Aromatic Technologies, Inc.

2. Trademark Applications

Mark	Country	App. No./ Filing Date	Class	Owner
DUOGEL	U.S.	85/213905 1/10/2011	1) components used in the manufacture of industrial and consumer fragranced products, namely, fragrances for use in manufacturing air fresheners, potpourri and insect repellent in the nature of fragranced gels	Agilex Flavor & Fragrances
FRAGRANCEDNA	U.S.	85/557392 3/1/2012	35) business consultation and marketing consultation services in the field of fragrances development and usage 42) non-downloadable software for use in determining appropriate fragrances for use in the manufacture of products	Agilex Flavor & Fragrances, Inc.
LIGHTHOUSE	U.S.	78/651468 6/15/2005	30) powdered mixes for tea based beverages, coffee base beverages and hot chocolate 32) powdered lemonade mixes and fruit flavored powdered mixes for beverages	Agilex Flavors & Fragrances, Inc.