

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM354182

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Assignment of Intellectual Property Security Agreement		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
General Electric Capital Corporation		08/21/2015	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Antares Capital LP		
<b>Street Address:</b>	500 W. Monroe Street		
<b>Internal Address:</b>	17th Floor		
<b>City:</b>	Chicago		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60661		
<b>Entity Type:</b>	LIMITED PARTNERSHIP: DELAWARE		
<b>PROPERTY NUMBERS Total: 9</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	1089496	AC-2	
<b>Registration Number:</b>	1094147	AC-8	
<b>Registration Number:</b>	4125817	AQUA CHEM	
<b>Registration Number:</b>	1307927	AQUA-CHEM	
<b>Registration Number:</b>	766376	AQUA-CHEM	
<b>Registration Number:</b>	1632268	MATRIX	
<b>Registration Number:</b>	2009240	PUREPRO	
<b>Registration Number:</b>	1631494	SILVER	
<b>Registration Number:</b>	0822373	SPRAY-FILM	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3026365454		
<i>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.</i>			
<b>Phone:</b>	800-927-9801 x 62348		
<b>Email:</b>	jean.paterson@cscglobal.com		
<b>Correspondent Name:</b>	Corporation Service Company		
<b>Address Line 1:</b>	1090 Vermont Avenue NW, Suite 430		
<b>Address Line 4:</b>	Washington, D.C. 20005		

CH \$240.00 1089496

<b>ATTORNEY DOCKET NUMBER:</b>	772438-61A
<b>NAME OF SUBMITTER:</b>	Jean Paterson
<b>SIGNATURE:</b>	/jep/
<b>DATE SIGNED:</b>	09/08/2015

**Total Attachments: 6**

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**ASSIGNMENT OF INTELLECTUAL PROPERTY  
SECURITY AGREEMENT**

This **ASSIGNMENT OF INTELLECTUAL PROPERTY 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**, Aqua-Chem, Inc., a Delaware corporation, as "Grantor", 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.

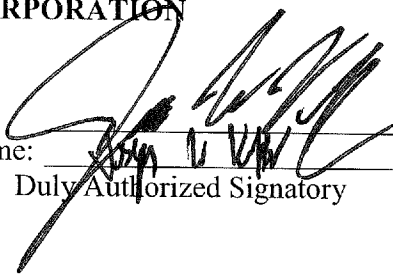
This Assignment may be executed in any number of counterparts, each of which when so executed shall be deemed an original and all of which taken together shall constitute one and the same instrument.

*- Remainder of Page Intentionally Left Blank; Signature Page Follows -*

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

**RETIRING AGENT:**

**GENERAL ELECTRIC CAPITAL CORPORATION**

By:   
Name: \_\_\_\_\_  
Its: Duly Authorized Signatory

**SUCCESSOR AGENT:**

**ANTARES CAPITAL LP**

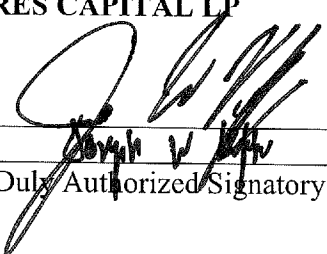
By:   
Name: \_\_\_\_\_  
Title: Duly Authorized Signatory

EXHIBIT A

Trademark Security Agreement dated August 5, 2014 and filed with the United States Patent and Trademark Office on August 5, 2014 at Reel 5337, Frame 0661

## EXHIBIT B

TRADEMARK	COUNTRY	STATUS	APPLICATION NUMBER	DATE FILED	REGISTRATION NUMBER	REGISTRATION DATE
AC-2	United States of America	Registered	73132774	7/5/77	1089496	4/18/78
AC-8	United States of America	Registered	73132775	7/5/77	1094147	6/27/78
AQUA CHEM	Mexico	Registered	906859	1/14/08	1063784	9/30/08
AQUA CHEM & Design	European Union	Registered	008338808	6/3/09	008338808	10/20/10
AQUA-CHEM	United States of America	Registered	77750206	6/2/09	4125817	4/10/12
AQUACHEM	United Kingdom	Registered	846205	3/8/63	846205	3/8/70
AQUA-CHEM	Australia	Registered	246814	3/16/71	246814	9/26/73
AQUA-CHEM	Canada	Registered	314703	7/13/68	TMA162810	5/16/69
AQUA-CHEM	China	Registered	9200190	9/26/79	154082	2/15/82
AQUA-CHEM	European Union	Registered	006643688	2/5/08	006643688	1/21/09
AQUA-CHEM	France	Registered	46470	6/27/68	1460949	6/27/68
AQUA-CHEM	Greece	Registered	39902	7/2/68	39902	12/31/68
AQUA-CHEM	Italy	Registered	TO2008C000602	6/27/68	1297198	6/27/68
AQUA-CHEM	Mexico	Registered	21517	7/10/68	144564	9/12/68
AQUA-CHEM	Norway	Registered	200801297	2/1/08	246571	6/25/08
AQUA-CHEM	Peru	Registered	291479	6/25/68	90318	12/21/06
AQUA-CHEM	Republic of Korea	Registered	569082	6/16/82	108169	12/19/84
AQUA-CHEM	South Africa	Registered	862684	4/25/86	862684	7/5/91
AQUA-CHEM	South Africa	Registered	682574	6/24/68	196802574	7/18/69
AQUA-CHEM	Spain	Registered	511036	8/8/66	511036	3/28/68
AQUA-CHEM	United Kingdom	Registered	962808	7/22/70	962808	8/29/74
AQUA-CHEM	United States of America	Registered	73463076	1/30/84	1307927	12/4/84

TRADEMARK	COUNTRY	STATUS	APPLICATION NUMBER	DATE FILED	REGISTRATION NUMBER	REGISTRATION DATE
AQUA-CHEM	United States of America	Registered	72161761	1/31/63	0766376	3/10/64
MATRIX	Bahamas	Registered	34380	1/20/11	34380	7/18/13
MATRIX	Bahamas	Registered	34381	1/20/11	34381	7/18/13
MATRIX	Bahamas	Registered	34382	1/20/11	34382	7/18/13
MATRIX	Bahamas	Registered	34383	1/20/11	34383	7/18/13
MATRIX	European Union	Opposed	009459157	10/19/10		
MATRIX	Haiti	Registered	1082F	12/1/10	244Reg174	7/7/11
MATRIX	Haiti	Registered	1083F	12/1/10	245Reg174	7/7/11
MATRIX	Haiti	Registered	1084F	12/1/10	246Reg174	7/7/11
MATRIX	Haiti	Registered	1085F	12/1/10	247Reg174	7/7/11
MATRIX	Virgin Islands (British)	Registered	4062	12/10/10	5369	12/10/10
MATRIX	United States of America	Registered	74047294	4/9/90	1632268	1/22/91
PUREPRO	United States of America	Registered	74047323	4/9/90	2009240	10/22/96
SILVER	United States of America	Registered	74047325	4/9/90	1631494	1/15/91
SPRAY-FILM	China	Registered	9200188	9/26/79	154086	2/15/82
SPRAY-FILM	United States of America	Registered	72241730	3/24/66	0822373	1/17/67