

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM681361

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	INTELLECTUAL PROPERTY RELEASE AND REASSIGNMENT		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Royal Bank of Canada, as collateral agent		10/15/2021	Bank:
RECEIVING PARTY DATA			
Name:	DISTRIBUTION INTERNATIONAL, INC.		
Street Address:	601 Jefferson St.		
Internal Address:	Suite 600		
City:	Houston		
State/Country:	TEXAS		
Postal Code:	77002		
Entity Type:	Corporation: DELAWARE		
Name:	DISTRIBUTION INTERNATIONAL SOUTHWEST, INC.		
Street Address:	601 Jefferson St.		
Internal Address:	Suite 600		
City:	Houston		
State/Country:	TEXAS		
Postal Code:	77002		
Entity Type:	Corporation: DELAWARE		
Name:	UNITED INSULATION SALES AND FABRICATION, INC.		
Street Address:	601 Jefferson St.		
Internal Address:	Suite 600		
City:	Houston		
State/Country:	TEXAS		
Postal Code:	77002		
Entity Type:	Corporation: TEXAS		
Name:	THORPE PRODUCTS MIDWEST, LLC		
Street Address:	601 Jefferson St.		
Internal Address:	Suite 600		
City:	Houston		
State/Country:	TEXAS		
Postal Code:	77002		
Entity Type:	Limited Liability Company: TEXAS		

TRADEMARK

PROPERTY NUMBERS Total: 29

Property Type	Number	Word Mark
Registration Number:	4615782	ADD-A-PORT
Registration Number:	4393255	CRYO-JAC
Registration Number:	4534047	DURO TEMP
Registration Number:	4534050	FITS-ALL
Registration Number:	4534049	HEAT HOLDER
Registration Number:	4606096	DI
Registration Number:	3920379	IDS INTEGRATED DISTRIBUTION SERVICES
Registration Number:	1897510	NEPTUNE
Registration Number:	4534048	QUIK-WRAP
Registration Number:	4255319	UNIPAD
Serial Number:	86278144	CCI
Serial Number:	86278158	CCI
Serial Number:	86278151	CCI CROSSROADS C&I DISTRIBUTORS FABRICAT
Serial Number:	86278154	CCI CROSSROAD C&I DISTRIBUTION / FABRICA
Serial Number:	86278140	CROSSROADS C&I
Serial Number:	85751332	DI DISTRIBUTION INTERNATIONAL EXCELLENCE
Serial Number:	85751346	DI DISTRIBUTION INTERNATIONAL EXCELLENCE
Serial Number:	85751374	DISTRIBUTION INTERNATIONAL
Serial Number:	85751930	DISTRIBUTION INTERNATIONAL
Serial Number:	85751349	EXCELLENCE DELIVERED
Serial Number:	86278147	LES SPECIALISTES DE L-ISOLATION
Serial Number:	86278129	MIT INTERNATIONAL
Serial Number:	86278217	MIT INTERNATIONAL REUSABLE INSULATION PA
Serial Number:	86278130	NEPTUNE
Serial Number:	86278225	NEPTUNE MARINE INSULATION & INTERIOR FIN
Serial Number:	86278234	RAILWRAP
Serial Number:	86278145	THE INSULATION SPECIALISTS
Serial Number:	86278135	Z-BLOK
Serial Number:	86278229	Z BLOK CERAMIC FIBER MODULES

CORRESPONDENCE DATA

Fax Number: 2123108007

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: 2123108000

Email: juan.arias@weil.com

Correspondent Name: Emma Light

Address Line 1: Weil, Gotshal & Manges LLP

Address Line 2: 767 Fifth Avenue

TRADEMARK**REEL: 007453 FRAME: 0473**

Address Line 4:	New York, NEW YORK 10153
ATTORNEY DOCKET NUMBER:	Emma Light - 41689.0011
NAME OF SUBMITTER:	Emma Light
SIGNATURE:	/Emma Light/
DATE SIGNED:	10/15/2021
Total Attachments: 7 source=DI Payoff - IPSA Release (1L) [EXECUTION]#page1.tif source=DI Payoff - IPSA Release (1L) [EXECUTION]#page2.tif source=DI Payoff - IPSA Release (1L) [EXECUTION]#page3.tif source=DI Payoff - IPSA Release (1L) [EXECUTION]#page4.tif source=DI Payoff - IPSA Release (1L) [EXECUTION]#page5.tif source=DI Payoff - IPSA Release (1L) [EXECUTION]#page6.tif source=DI Payoff - IPSA Release (1L) [EXECUTION]#page7.tif	

INTELLECTUAL PROPERTY RELEASE AND REASSIGNMENT

THIS INTELLECTUAL PROPERTY RELEASE AND REASSIGNMENT (this “Release”) is made as of October 15, 2021, by Royal Bank of Canada, in its capacity as collateral agent (in such capacity, “Collateral Agent”) for the ratable benefit of the Secured Parties. Capitalized terms used but not defined herein shall have the same meanings assigned to such terms in the Security Agreement (as defined below).

WITNESSETH:

WHEREAS, Distribution International, Inc., a Delaware corporation, Distribution International Southwest, Inc., a Delaware corporation, UNITED INSULATION SALES AND FABRICATION, INC., a Texas corporation, and Thorpe Products Midwest, LLC, a Texas limited liability company (each a “Grantor” and, collectively, the “Grantors”) were party to that certain First Lien Intellectual Property Security Agreement dated as of December 15, 2014, in favor of Collateral Agent (the “Security Agreement”), pursuant to which each Grantor granted to Collateral Agent a continuing security interest in and lien on the IP Collateral (as defined below);

WHEREAS, the Security Agreement was recorded with the Trademark Division of the United States Patent and Trademark Office on December 16, 2014, at Reel 5420, Frame 0135;

WHEREAS, the Security Agreement was recorded with the Patent Division of the United States Patent and Trademark Office on December 16, 2014, at Reel 034642, Frame 0593;

WHEREAS, each Grantor has requested that Collateral Agent release its security interest in and lien on the IP Collateral and reassign any and all rights in the same to such Grantor;

WHEREAS, each Grantor has satisfied and fulfilled all of its obligations to release Collateral Agent’s security interest in and lien on the IP Collateral.

NOW THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, Collateral Agent hereby agrees as follows:

1. Collateral Agent hereby fully releases, discharges, terminates and cancels its liens and security interest in all right, title and interest in, to and under the following (collectively, the “IP Collateral”):

(i) all Trademarks, including the Trademark registrations and registration applications in the United States Patent and Trademark Office listed on Schedule I hereto;

(ii) all Patents, including the Patent registrations and pending applications in the United States Patent and Trademark Office listed on Schedule II hereto; and

(iii) all proceeds of the foregoing.

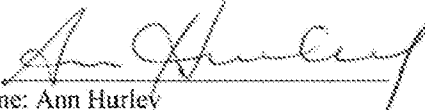
2. Collateral Agent hereby reassigns, grants and conveys to each Grantor, without any representation, recourse or undertaking by Collateral Agent, any and all of Collateral Agent’s right, title and interest in and to the IP Collateral and hereby terminates the Security Agreement.

3. GOVERNING LAW. THIS RELEASE SHALL BE GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH, THE LAWS OF THE STATE OF NEW YORK.

[Signature Page Follows]


IN WITNESS WHEREOF, Collateral Agent has caused this Release to be executed as of the day and year first above written.

ROYAL BANK OF CANADA, as Collateral Agent



By: 
Name: Ann Hurley
Title: Manager, Agency

SCHEDULE I



TRADEMARKS

REGISTERED OWNER	REGISTRATION NUMBER	TRADEMARK
Distribution International, Inc. dba M.I.T. International	4615782	ADD-A-PORT
Distribution International, Inc. dba M.I.T. International	4393255	CRYO-JAC
Distribution International, Inc.	4534047	DURO TEMP
Distribution International, Inc. dba M.I.T. International	4534050	FITS-ALL
Distribution International, Inc. dba M.I.T. International	4534049	HEAT HOLDER
Distribution International, Inc.	4606096	DI and Design 
Thorpe Products Midwest, LLC	3920379	IDS INTEGRATED DISTRIBUTION SERVICES
Distribution International, Inc.	1897510	NEPTUNE
Distribution International, Inc. dba M.I.T. International	4534048	QUIK-WRAP
United Insulation Sales and Fabrication, Inc.	4255319	UNIPAD

TRADEMARK APPLICATIONS

APPLICANT	APPLICATION NUMBER	TRADEMARK
Distribution International, Inc.	86/278144	CCI
Distribution International, Inc.	86/278158	CCI and Design 
Distribution International, Inc.	86/278151	CCI CROSSROADS C&I and Design (English) 

Distribution International, Inc.	86/278154	CCI CROSSROADS C&I and Design (French) 
Distribution International, Inc.	86/278140	CROSSROADS C&I
Distribution International, Inc.	85/751332	DI DISTRIBUTION INTERNATIONAL EXCELLENCE DELIVERED and Design 
Distribution International, Inc.	85/751346	DI DISTRIBUTION INTERNATIONAL EXCELLENCE DELIVERED and Design 
Distribution International, Inc.	85/751374	DISTRIBUTION INTERNATIONAL
Distribution International, Inc.	85/751930	DISTRIBUTION INTERNATIONAL and Design 
Distribution International, Inc.	85/751349	EXCELLENCE DELIVERED
Distribution International, Inc.	86/278147	LES SPECIALISTES DE LISOLATION
Distribution International, Inc.	86/278129	MIT INTERNATIONAL
Distribution International, Inc.	86/278217	MIT INTERNATIONAL and Design 
Distribution International, Inc.	86/278130	NEPTUNE

Distribution International, Inc.	86/278225	NEPTUNE and Design 
Distribution International, Inc.	86/278234	RAILWRAP
Distribution International, Inc.	86/278145	THE INSULATION SPECIALISTS
Distribution International, Inc.	86/278135	Z-BLOK
Distribution International, Inc.	86/278229	Z-BLOK and Design 

SCHEDULE II

PATENTS

None.

PATENT APPLICATIONS

APPLICANT	APPLICATION NUMBER	DESCRIPTION
Distribution International Southwest, Inc.	62/004675	Fireproof thermal insulation system and method
Distribution International Southwest, Inc.	14/448782	Fireproof Thermal Insulation System and Method