#### TRADEMARK ASSIGNMENT

#### Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE: NEW ASSIGNMENT

NATURE OF CONVEYANCE: Notice of Grant of Security Interest in Trademarks

#### **CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type	
IIRahcock & Wilcox Nuclear Energy	FORMERLY Babcock & Wilcox Nuclear Power Generation Group, Inc.	05/03/2010	CORPORATION: DELAWARE	

#### RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Administrative Agent		
Street Address:	1455 Market Street, 5th Floor		
Internal Address:	Mail Code: CA5-701-05-19		
City:	San Francisco		
State/Country:	CALIFORNIA		
Postal Code:	94103		
Entity Type:	a national banking association: UNITED STATES		

#### PROPERTY NUMBERS Total: 5

Property Type Number		Word Mark		
Serial Number:	77634702	B&W MPOWER		
Serial Number:	85083602	GENERATION MPOWER		
Serial Number: 85083906		GENERATION MPOWER		
Serial Number:	85083612	MPOWER		
Serial Number: 85083915		MPOWER		

#### **CORRESPONDENCE DATA**

Fax Number: (704)350-7800

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: (704) 350-7738

Email: bsmith@winston.com

Correspondent Name: Betty G. Smith

Address Line 1: Winston & Strawn LLP, 214 N. Tryon St.

Address Line 2: 22nd Floor

TRADEMARK
REEL: 004285 FRAME: 0443

77634702

CH \$140.00

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Address Line 4: Charlotte, NORTH CAROLINA 28202				
ATTORNEY DOCKET NUMBER:	3165.07057			
NAME OF SUBMITTER:	Betty G. Smith			
Signature: /Betty G. Smith/				
Date:	09/28/2010			

#### **Total Attachments: 3**

source=B&W Nuclear Energy, Inc-Notice of Grant of Security Interest in Trademarks\_00000001#page1.tif source=B&W Nuclear Energy, Inc-Notice of Grant of Security Interest in Trademarks\_0000001#page2.tif source=B&W Nuclear Energy, Inc-Notice of Grant of Security Interest in Trademarks\_00000001#page3.tif

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## NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Pledge and Security dated as of May 3, 2010 (as amended, restated, supplemented or otherwise modified from time to time, the "Agreement") among the Grantor (as defined below), the other grantors party thereto and the Administrative Agent (as defined below) for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications on the attached Schedule to the Administrative Agent for the ratable benefit of the Secured Parties.

The Grantors and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in such trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours, **GRANTOR:** BABCOCK & WILCOX NUCLEAR ENERGY, INC. (f.k.a Babcock & Wilcox Nuclear Power Generation Group, Inc.) c/o Babcock & Wilcox Investment Company 800 Main Street Lynchburg, Virginia 24504 Attention: Treasurer Acknowledged and accepted: ADMINISTRATIVE AGENT: BANK OF AMERICA, N.A., Bank of America, N.A. By:\_\_\_\_\_ Agency Management Name: 1455 Market Street, 5<sup>th</sup> Floor Title: Mail Code: CA5-701-05-19 San Francisco, CA 94103

Babcock & Wilcox IP Notice

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The Grantors and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in such trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

# GRANTOR: BABCOCK & WILCOX NUCLEAR ENERGY, INC. (f.k.a Babcock & Wilcox Nuclear Power Generation Group, Inc.) 800 Main Street Lynchburg, Virginia 24504 Attention: Treasurer BABCOCK & WILCOX NUCLEAR ENERGY, INC. (f.k.a Babcock & Wilcox Nuclear Power Generation Group, Inc.)

Acknowledged and accepted:

BANK OF AMERICA, N.A.,

**ADMINISTRATIVE AGENT:** 

Bank of America, N.A. Agency Management 1455 Market Street, 5<sup>th</sup> Floor Mail Code: CA5-701-05-19 San Francisco, CA 94103 By: One Mar

Title: Assistant Vice President

Babcock & Wilcox IP Notice

### **Active U.S. Trademarks and Domain Names**

CASE NO	SUB	STATUS	APP NO	FILE DATE	REG NO	REG DATE	OWNER
B&W mPc	wer	***************************************			co-ducation (CAA ACCIONATION CONTRACTION C	the and the control of the anti-state and the anti-state and the anti-state and the anti-state and the anti-sta	
TM-757		Filed	77/634702	17-Dec-2008		tale standard and anomalian to an anomalian to an anomalian to a standard and a s	Babcock & Wilcox Nuclear Energy, Inc.
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TM-795		Filed	85/083602	13-Jul-2010			Babcock & Wilcox Nuclear Energy, Inc.
TM-795	1	Filed	85/083906	13-Jul-2010			Babcock & Wilcox Nuclear Energy, Inc.
mPower							
TM-796		Filed	85/083612	13-Jul-2010			Babcock & Wilcox Nuclear Energy, Inc.
TM-796	1	Filed	85/083915	13-Jul-2010			Babcock & Wilcox Nuclear Energy, Inc.
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TM-750	•	Published	77/371049	14-Jan-2008		THE PARTY OF THE P	Babcock & Wilcox Power Generation Group, Inc
TM-750	1	Filed	77/371146	14-Jan-2008			Babcock & Wilcox Power Generation Group, Inc
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TM-747		Registered	78/891260	24-May-2006	3535538	18-Nov-2008	Babcock & Wilcox Power Generation Group, Inc
ASP (Wor	d Mark	)		and the second deposits the second of the second or the second of the second or the se	\$\langle \( \text{\tint{\text{\tint{\text{\tint{\text{\tint{\text{\tint{\text{\text{\text{\text{\text{\tin\text{\tin}\tint{\text{\text{\text{\text{\text{\text{\tin}\text{\text{\text{\tin\text{\text{\texi}\tint{\text{\text{\texi}\text{\text{\text{\ti}\text{\text{\text{\text{\text{\text{\texi}\tint{\text{\tin}\ti	eren eren er	
TM-465		Registered	74/649783	21-Mar-1995	2079738	15-Jul-1997	Babcock & Wilcox Power Generation Group, Inc
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TM-231		Registered	73624366	03-Oct-1986	1443711	16-Jun-1987	Babcock & Wilcox Power Generation Group, Inc
TM-231	2	Registered	74/418432	28-Jun-1993	1846943	26-Jul-1994	Babcock & Wilcox Power Generation Group, Inc
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TM-058		Registered	71/470170	12-May-1944	419052	05-Feb-1946	Babcock & Wilcox Power Generation Group, Inc.
TM-058	2	Registered	71/470169	12-May-1944	0415177	31-Jul-1945	Babcock & Wilcox Power Generation Group, Inc.
TM-058	3	Registered	71/491800	19-Nov-1945	0422229	09-Jul-1946	Babcock & Wilcox Power Generation Group, Inc.
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TM-074		Registered	71/000828	08-Apr-1905	0044904	25-Jul-1905	Babcock & Wilcox Power Generation Group, Inc.
TM-074	2	Registered	71/470553	24-May-1944	0415862	21-Aug-1945	Babcock & Wilcox Power Generation Group, Inc.
TM-074	3	Registered	73/782064	21-Feb-1989	1570257	05-Dec-1989	Babcock & Wilcox Power Generation Group, Inc.
TM-074	4	Registered	73/782065	21-Feb-1989	1573977	26-Dec-1989	Babcock & Wilcox Power Generation Group, Inc.
TM-074	6	Registered	75/747600	30-Jun-1999	2350120	16-May-2000	Babcock & Wilcox Power Generation Group, Inc.

\*McDermott Technology Inc. changed its name to Babcock & Wilcox Technology, Inc. April 20, 2010
Babcock & Wilcox Nuclear Power Generation Group, changed its name to Babcock & Wilcox Nuclear Energy, Inc. April 29, 2010
The Babcock & Wilcox Company changed its name to Babcock & Wilcox Power Generation Group, Inc. November 20, 2007

Thursday, July 15, 2010 Prepared by AMSaus

**RECORDED: 09/28/2010** 

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