

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
The Bank of New York Mellon		05/06/2011	financial institution:

RECEIVING PARTY DATA

Name:	DME Company LLC
Street Address:	29111 Stephenson Highway
City:	Madison Heights
State/Country:	MICHIGAN
Postal Code:	48071
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 37

Property Type	Number	Word Mark
Registration Number:	2977473	VICTORY
Registration Number:	2914956	VECTORFORM
Registration Number:	1953372	TAS
Registration Number:	2591575	STRAIGHT SHOT
Registration Number:	2632679	STELLAR
Registration Number:	1476579	SSM
Registration Number:	1953371	SSH
Registration Number:	1530609	SMART START
Registration Number:	1616459	SMART SERIES
Registration Number:	1466029	SMART SERIES
Registration Number:	1625672	SELECTIVE CYCLE
Registration Number:	1466028	SELECTIVE CYCLE
Registration Number:	3726250	QUICK STRIP
Registration Number:	2504707	QDS

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Registration Number:	1313162	NM
Registration Number:	1317649	NICKERSON
Registration Number:	1585322	MUD
Registration Number:	3064062	MOLDERBASICS
Registration Number:	1223834	MOLD SAVER
Registration Number:	2468501	MOLD BASICS
Registration Number:	2394775	MINI-MIGHT
Registration Number:	1525409	MFP
Registration Number:	1451556	MFP
Registration Number:	2486347	METEOR
Registration Number:	2944492	INTEGRITY
Registration Number:	2967700	IN2
Registration Number:	1443965	HOT ONE
Registration Number:	2443512	GALAXY
Registration Number:	3490641	EVERY STEP OF THE WAY
Registration Number:	2080550	DSS
Registration Number:	2232773	D-M-E
Registration Number:	1721367	D-M-E
Registration Number:	1217295	D-M-E
Registration Number:	1842659	DME
Registration Number:	1761043	D M E
Registration Number:	1486791	COOL ONE
Registration Number:	1094237	AUTO FIXED

CORRESPONDENCE DATA

Fax Number: (513)487-5069
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 5134875063
Email: jean_moyer@milacron.com
Correspondent Name: Jean Moyer
Address Line 1: 3010 Disney Street
Address Line 4: Cincinnati, OHIO 45209

ATTORNEY DOCKET NUMBER:	DME SECURITY AGREEMENT
NAME OF SUBMITTER:	John W. Gregg
Signature:	/john gregg/

05/23/2011

Total Attachments: 6

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RELEASE OF SECURITY INTEREST IN TRADEMARKS (SECOND LIEN)

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS (SECOND LIEN) (this "Release") is made as of May 6, 2011, by THE BANK OF NEW YORK MELLON, in its capacity as administrative agent and registrar for the Holders (in such capacity, the "Agent"), in favor of MILACRON LLC and DME COMPANY LLC (each a "Grantor" and collectively, the "Grantors"). Terms used herein but not defined herein shall have the meaning ascribed to them in the Security Agreement (as described below).

WHEREAS, pursuant to that certain Note Purchase Agreement dated as of August 21, 2009 (as amended, restated, supplemented, or otherwise modified from time to time, including all schedules thereto, the "Note Purchase Agreement") among Milacron Holdings Inc., a Delaware corporation, as issuer ("Issuer"), each of Issuer's Subsidiaries listed as a "Guarantor" on the signature pages thereto (each a "Guarantor" and collectively, "Guarantors"), the purchasers party thereto as "Purchasers" (such Purchasers, together with their respective successors and assigns, are referred to hereinafter each individually as a "Purchaser" and collectively as the "Purchasers") and DDJ Capital Management, LLC, a Delaware limited liability company, as the predecessor agent to the Agent, the Purchasers have agreed to purchase certain Notes from the Issuer from time to time pursuant to the terms and conditions thereof;

WHEREAS, as a condition of the purchase of certain Notes from the Issuer by Purchaser pursuant to the terms and conditions of the Note Purchase Agreement, Grantors have executed and delivered to Agent, for the benefit of Agent and the Holders, that certain Security Agreement, dated as of October 21, 2009 (including all annexes, exhibits or schedules thereto, as from time to time amended, restated, supplemented or otherwise modified, the "Security Agreement"), pursuant to which Grantors granted to Agent a continuing second-priority security interest in certain intellectual property of Grantors, including the trademark registrations and trademark applications set forth on Schedule I hereto (the "Released Collateral"), and pursuant to which Grantors have executed that certain Trademark Security Agreement, dated as of October 21, 2009 (the "Trademark Security Agreement");

WHEREAS, the Trademark Security Agreement was recorded at the United States Patent and Trademark Office at Reel/Frame 04089/0075 on November 2, 2009 with respect to United States trademarks registrations and trademark applications; and

WHEREAS, the Agent now desires to release in its entirety its security interest in, to and under the Released Collateral.

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

1. Release of Security Interest. The Agent hereby, without representation, warranty or recourse, whether express, implied or statutory, terminates and releases in its entirety its security interest in all of each Grantor's right, title and interest in, to and under the Released Collateral.
2. Recordation. The Agent authorizes and requests that the Commissioner for Trademarks and any other applicable government officer record this Release.

3. Governing Law. This Release is to be governed and construed in accordance with the laws of the State of New York, without regard to the conflict of laws principles thereof.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has executed THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS (SECOND LIEN) as of the day and year first above written.

THE BANK OF NEW YORK MELLON
as Agent

By: 

Name: _____

Title:

MELINDA VALENTINE
VICE PRESIDENT

Schedule I

(See attached)

Owner: DME Company
LLC

Country	Trademark	Status	Application No.	Date Filed	Registration No.	Registration Date
United States of America	VICTORY	Registered	76/524043	6/20/2003	2977473	7/26/2005
United States of America	VECTORFORM	Registered	76/525022	6/23/2003	2914956	12/28/2004
United States of America	TAS	Registered	74/649532	3/21/1995	1953372	1/30/1996
United States of America	STRAIGHT SHOT	Registered	76/336251	11/13/2001	2591575	7/9/2002
United States of America	STELLAR	Registered	76/072415	6/5/2000	2632679	10/8/2002
United States of America	SSM	Registered	73/600084	5/22/1986	1476579	2/16/1988
United States of America	SSH	Registered	74/649531	3/21/1995	1953371	1/30/1996
United States of America	SMART START	Registered	73/689197	10/8/1987	1530609	3/21/1989
United States of America	SMART SERIES	Registered	73/737240	6/29/1988	1616459	10/9/1990
United States of America	SMART SERIES	Registered	73/610574	7/22/1986	1466029	11/17/1987
United States of America	SELECTIVE CYCLE	Registered	73/738990	7/11/1988	1625672	12/4/1990
United States of America	SELECTIVE CYCLE	Registered	73/610573	7/22/1986	1466028	11/17/1987
United States of America	QUICK STRIP	Reg.	77/488780	6/2/2008	3726250	12/15/2009
United States of America	QDS	Registered	76/237215	4/9/2001	2504707	11/6/2001
United States of America	NM	Registered	73/446177	10/3/1983	1313162	1/8/1985
United States of America	NICKERSON	Registered	73/446397	10/3/1983	1317649	2/5/1985
United States of America	MUD	Registered	73/812525	7/14/1989	1585322	3/6/1990
United States of America	MOLDERBASICS	Registered	76/452557	9/25/2002	3064062	2/28/2006
United States of America	MOLD SAVER	Registered	73/341412	12/14/1981	1223834	1/18/1983
United States of America	MOLD BASICS	Registered	75/864985	12/6/1999	2468501	7/10/2001
United States of America	MINI-MIGHT	Registered	75/581193	11/5/1998	2394775	10/17/2000
United States of America	MFP	Registered	73/737250	6/29/1988	1525409	2/21/1989
United States of America	MFP	Registered	73/600078	5/22/1986	1451556	8/4/1987
United States of America	METEOR	Registered	76/072416	6/5/2000	2486347	9/4/2001
United States of America	INTEGRITY	Registered	76/489773	2/13/2003	2944492	4/26/2005
United States of America	IN2	Registered	76/495808	3/10/2003	2967700	7/12/2005
United States of America	HOT ONE	Registered	73/623620	10/2/1986	1443965	6/23/1987
United States of America	GALEXY	Registered	75/852771	11/19/1999	2443512	4/10/2001
United States of America	EVERY STEP OF THE WAY	Registered	78/954530	8/17/2006	3490641	8/19/2008
United States of America	DSS	Registered	74/649533	3/21/1995	2080550	7/22/1997
United States of America	DME & DESIGN	Registered	75/249338	2/28/1997	2232773	3/16/1999
United States of America	D-M-E	Registered	74/143455	3/1/1991	1721367	10/6/1992

Owner: DME Company
LLC

Country	Trademark	Status	Application No.	Date Filed	Registration No.	Registration Date
United States of America	D-M-E	Registered	73/254044	3/14/1980	1217295	11/23/1982
United States of America	DME	Registered	74/192065	8/6/1991	1842659	7/5/1994
United States of America	DME	Registered	74/192072	8/6/1991	1761043	3/30/1993
United States of America	COOL ONE	Registered	73/681520	8/31/1987	1486791	5/3/1988
United States of America	AUTO FIXED	Registered	73/104475	10/26/1976	1094237	6/27/1978

TRADEMARK

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