

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM297612

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Third Amendment to Trademark Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Euro-Pro Operating LLC		03/07/2014	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Agent		
Street Address:	225 Franklin Street, 2nd Floor		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02110		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 61			
Property Type	Number	Word Mark	
Serial Number:	85900256	AIRGLIDE	
Serial Number:	85956685	AROMA LOCK	
Serial Number:	85796708	BEVERAGES WITH BENEFITS	
Serial Number:	85876467	BEYOND A BLENDER	
Serial Number:	86070695	CLEAN EASIER. CLEAN FASTER. CLEAN BETTER	
Serial Number:	86006806	EASY SPRAY	
Serial Number:	85421799	EURO-PRO	
Serial Number:	85765149	FLOATING SCRUB TECHNOLOGY	
Serial Number:	85788611	GENTLE CLEANSER	
Serial Number:	85728464	GET A SHARK	
Serial Number:	86051828	GOLD ZONE	
Serial Number:	85876456	HIGH SPEED SMOOTH-EXTRACT TECHNOLOGY	
Serial Number:	85923186	INNOVATING THE EXTRAORDINARY	
Serial Number:	86070810	INSPIRING HEALTHY LIVING	
Serial Number:	86042105	MASTER PREP FLIP	
Serial Number:	85923121	MICROMIST	
Serial Number:	85923138	MICRO-MIST	
Serial Number:	85961970	MOISTURE LOCK	
Registration Number:	4119051	NINJA	
TRADEMARK			

OP \$1540.00 85900256

Property Type	Number	Word Mark
Serial Number:	86042126	NINJA FLIP
Serial Number:	86058244	NINJA MASTER PREP FLIP
Serial Number:	85818886	NINJA ULTIMA
Serial Number:	86082217	NINJARX
Serial Number:	85959409	NUTRI NINJA
Serial Number:	86086720	NUTRIENT FREEZE
Registration Number:	4463826	NUTRIENT COMPLETE JUICING
Serial Number:	85884172	ROCKET
Serial Number:	85790900	ROTATOR GHOST
Serial Number:	85937472	SANIDUSTER
Serial Number:	85737474	YOKIE
Serial Number:	85921969	SANIFIBER
Serial Number:	85921973	SANI-FIBER
Registration Number:	4404811	SCRUBDUSTER
Registration Number:	4421989	SCRUB'N STAIN
Serial Number:	85796711	SCUFFINATOR
Serial Number:	85788572	SHARK SOAP AND STEAM
Serial Number:	85788483	SHARK STEAM N' SOAP
Serial Number:	86042167	SIP & SEAL
Serial Number:	85876447	SMOOTH EXTRACT TECHNOLOGY
Serial Number:	85829458	SMOOTH GLIDE
Serial Number:	85765146	SONIC FLOATING SCRUB TECHNOLOGY
Serial Number:	85765155	SONIC GLIDE TECHNOLOGY
Serial Number:	85765145	SONIC PULSE
Serial Number:	85765078	SONIC PURIFIER
Registration Number:	4467622	SONIC SHINE & PROTECT TECHNOLOGY
Registration Number:	4467620	SONIC TRAP & REMOVE
Serial Number:	85952934	STEAM & SPRAY
Serial Number:	85956973	STEAM ACTIVATED
Serial Number:	85961921	STEAM ENERGIZED
Serial Number:	86033852	THERMAL FLAVOR EXTRACTION
Serial Number:	85822316	TOTAL CRUSHING
Serial Number:	86104437	TURBO BOOST
Serial Number:	85876463	ULTIMA
Serial Number:	85876432	ULTIMATE NINJA
Serial Number:	85877257	ULTIMATE NINJA
Serial Number:	85941091	ULTIMATE ROTATING
Serial Number:	85939960	ULTIMIUM
Serial Number:	86137314	ULTRA KITCHEN SYSTEM

TRADEMARK

Property Type	Number	Word Mark
Serial Number:	86082730	VITA FREEZE
Serial Number:	86085740	HONEST. PERFORMANCE. EVERYDAY.
Serial Number:	86104452	WAKE ME UP

CORRESPONDENCE DATA

Fax Number: 7004444885

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 7043432104

Email: twitcher@mcguirewoods.com

Correspondent Name: Terry L. Witcher, Paralegal

Address Line 1: McGuireWoods LLP

Address Line 2: 201 N. Tryon Street, Suite 3000

Address Line 4: Charlotte, NORTH CAROLINA 28202

NAME OF SUBMITTER: Terry L. Witcher, Paralegal

SIGNATURE: /s/ Terry L. Witcher

DATE SIGNED: 03/10/2014

Total Attachments: 9

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THIRD AMENDMENT TO TRADEMARK SECURITY AGREEMENT

This THIRD AMENDMENT TO TRADEMARK SECURITY AGREEMENT (this "Amendment"), dated as of March 7, 2014 is delivered pursuant to that certain Trademark Security Agreement dated as of August 10, 2007 (as amended, amended and restated, supplemented or otherwise modified from time to time, the "Trademark Agreement") as amended by that certain First Amendment to Trademark Security Agreement dated as of June 28, 2010, and that certain Second Amendment to Trademark Security Agreement dated as of September 30, 2012, by and among EURO-PRO OPERATING LLC, a Delaware limited liability company ("EP Operating"), EP MIDCO LLC, a Delaware limited liability company ("EP Midco") and EURO-PRO SALES COMPANY, a Delaware corporation ("EP Sales" and together with EP Operating and EP Midco, collectively, "Borrowers"), EURO-PRO INTERNATIONAL HOLDING COMPANY, a Delaware corporation ("EP International") and EURO-PRO MANAGEMENT COMPANY, a Delaware corporation ("EP Management" and together with EP International, collectively, "Initial Guarantors") (the Borrowers and the Initial Guarantors sometimes collectively referred to as "Grantors" and individually as a "Grantor"), in favor of BANK OF AMERICA, N.A., a national banking association, in its capacity as Agent ("Agent") for itself and the Lenders from time to time party to the Loan Agreement, as hereinafter defined ("Lenders"), the Trademark Security Agreement being recorded on August 16, 2007 as Reel/Frame 003602/0771 with the U.S. Trademark Office, the First Amendment to Trademark Security Agreement being recorded on July 6, 2010 as Reel Frame 004237/0358, and the Second Amendment to Trademark Security Agreement being recorded on December 4, 2012, at Reel Frame 4912/0159.

WITNESSETH:

WHEREAS, certain of the Grantors are indebted to the Agent and the Lenders pursuant to that certain Third Amended and Restated Loan and Security Agreement dated as of March 7, 2014 (as such agreement may be amended and restated, supplemented or otherwise modified from time to time, the "Loan Agreement"); and

WHEREAS, the Grantors have provided Agent with notice that they have obtained additional Trademarks;

NOW, THEREFORE, in consideration of the premises and the mutual covenants and agreements hereinafter set forth, each Grantor and the Agent agree as follows:

1. AMENDMENT OF GRANT OF SECURITY INTEREST IN TRADEMARK COLLATERAL. Schedule I of the Trademark Agreement is hereby amended as of the date hereof to include the Trademarks set forth on the schedules attached hereto; provided, that no such amendment or restatement shall release or be deemed to release any security interest in any present or future Trademark granted to Agent and the Lenders as collateral pursuant to the Trademark Agreement.

2. SECTION TITLES. The Section titles contained in this Trademark Security Agreement are and shall be without substantive meaning or content of any kind whatsoever and are not a part of the agreement between the parties hereto.

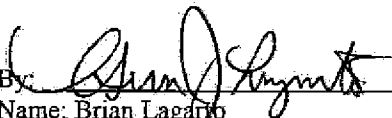
3. COUNTERPARTS. This Trademark Security Agreement may be executed in any number of counterparts, each of which shall collectively and separately constitute one and the same agreement.

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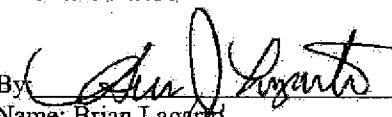
IN WITNESS WHEREOF, each Grantor has caused this Third Supplement to Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

GRANTORS:

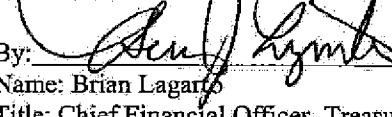
EURO-PRO OPERATING LLC

By: 
Name: Brian Lagarto
Title: Chief Financial Officer, Treasurer and Executive Vice President

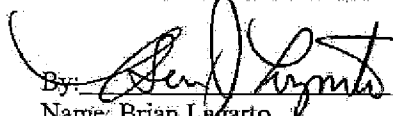
EP MIDCO LLC

By: 
Name: Brian Lagarto
Title: Chief Financial Officer, Treasurer and Executive Vice President

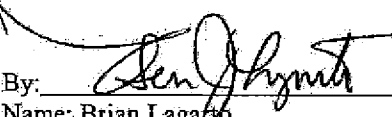
EURO-PRO INTERNATIONAL HOLDING COMPANY

By: 
Name: Brian Lagarto
Title: Chief Financial Officer, Treasurer and Executive Vice President

EURO-PRO MANAGEMENT COMPANY

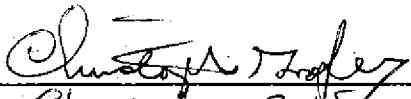
By: 
Name: Brian Lagarto
Title: Chief Financial Officer, Treasurer and Executive Vice President

EURO-PRO SALES COMPANY

By: 
Name: Brian Lagarto
Title: Chief Financial Officer, Treasurer and Executive Vice President

ACCEPTED AND ACKNOWLEDGED BY:

BANK OF AMERICA, N.A., as Agent

By: 
Name: Christopher Godfrey
Title: Senior Vice President

SCHEDULE I
to
TRADEMARK SECURITY AGREEMENT

SUPPLEMENTAL TRADEMARK SCHEDULE

Borrowers' and Subsidiaries' Trademarks:

<u>Trademark</u>	<u>Grantor</u>	<u>Status in Trademark Office</u>	<u>Application Number</u>	<u>Application Date</u>	<u>Registration Number</u>	<u>Registration Date</u>
AIRGLIDE	Euro-Pro Operating, LLC	Filed	85/900256	04/10/2013		
AROMA LOCK	Euro-Pro Operating, LLC	Filed	85/956685	06/11/2013		
BEVERAGES WITH BENEFITS	Euro-Pro Operating, LLC	Filed	85/796708	12/6/2012		
BEYOND A BLENDER	Euro-Pro Operating, LLC	Filed	85/876467	03/04/2013		
CLEAN EASIER. CLEAN FASTER. CLEAN BETTER	Euro-Pro Operating, LLC	Filed	86/070695	09/20/2013		
EASY SPRAY	Euro-Pro Operating, LLC	Filed	86/006806	07/10/2013		
EURO-PRO	Euro-Pro Operating, LLC	Filed	85/421799	09/13/2011		
FLOATING SCRUB TECHNOLOGY	Euro-Pro Operating, LLC	Filed	85/765149	10/26/2012		
GENTLE CLEANSER	Euro-Pro Operating, LLC	Filed	85/788611	11/27/2012		
GET A SHARK	Euro-Pro Operating, LLC	Filed	85/728464	09/13/2012		
GOLD ZONE	Euro-Pro Operating, LLC	Filed	86/051828	08/29/2013		
HIGH SPEED SOOTH-EXTRACT TECHNOLOGY	Euro-Pro Operating, LLC	Filed	85/876456	03/14/2013		
INNOVATING THE EXTRAORDINARY	Euro-Pro Operating, LLC	Filed	85/923186	05/03/2013		

<u>Trademark</u>	<u>Grantor</u>	<u>Status in Trademark Office</u>	<u>Application Number</u>	<u>Application Date</u>	<u>Registration Number</u>	<u>Registration Date</u>
INSPIRING HEALTHY LIVING	Euro-Pro Operating, LLC	Filed	86/070810	09/30/2013		
MASTER PREP FLIP	Euro-Pro Operating, LLC	Filed	86/042105	08/19/2013		
MICROMIST	Euro-Pro Operating, LLC	Filed	85/923121	05/03/2013		
MICROMIST	Euro-Pro Operating, LLC	Filed	85/923138	05/03/2013		
MOISTURE LOCK	Euro-Pro Operating, LLC	Filed	85/961970	06/17/2013		
NINJA	Euro-Pro Operating, LLC	Registered	77/982900	04/14/2009	4,119,051	03/27/2012
NINJA FLIP	Euro-Pro Operating, LLC	Filed	86/042126	08/19/2013		
NINJA MASTER PREP FLIP	Euro-Pro Operating, LLC	Filed	86/058244	09/06/2013		
NINJA ULTIMA	Euro-Pro Operating, LLC	Filed	85/818886	01/09/2013		
NINJARX	Euro-Pro Operating, LLC	Filed	86/082217	10/03/2013		
NUTRI NINJA	Euro-Pro Operating, LLC	Filed	85/959409	06/13/2013		
NUTRIENT COMPLETE JUICING	Euro-Pro Operating, LLC	Registered	85/751473	10/11/2012	4,463,826	01/07/2014
NUTRIENT FREEZE	Euro-Pro Operating, LLC	Filed	86/086720	10/09/2013		
ROCKET	Euro-Pro Operating, LLC	Filed	85/884172	03/22/2013		
ROTATOR GHOST	Euro-Pro Operating, LLC	Filed	85/790900	11/29/2012		
SANIDUSTER	Euro-Pro Operating, LLC	Filed	85/937472	05/20/2013		

<u>Trademark</u>	<u>Grantor</u>	<u>Status in Trademark Office</u>	<u>Application Number</u>	<u>Application Date</u>	<u>Registration Number</u>	<u>Registration Date</u>
SANIDUSTER	Euro-Pro Operating, LLC	Filed	85-737474	05/20/2013		
SANIFIBER	Euro-Pro Operating, LLC	Filed	85/921969	05/02/2013		
SANIFIBER	Euro-Pro Operating, LLC	Filed	85/921973	05/02/2013		
SCRUBDUSTER	Euro-Pro Operating, LLC	Registered	85/836481	01/30/2013	4,404,811	09/17/2013
SCRUB'N STAIN	Euro-Pro Operating, LLC	Registered	85/885566	03/25/2013	4,421,989	10/22/2013
SCUFFINATOR	Euro-Pro Operating, LLC	Filed	85/796711	12/06/2012		
SHARK SOAP AND STEAM	Euro-Pro Operating, LLC	Filed	85/788572	11/27/2012		
SHARK STEAM N' SOAP	Euro-Pro Operating, LLC	Filed	85/788483	11/27/2012		
SIP & SEAL	Euro-Pro Operating, LLC	Filed	86/042167	08/19/2013		
SMOOTH EXTRACT TECHNOLOGY	Euro-Pro Operating, LLC	Filed	85/876447	03/14/2013		
SMOOTH GLIDE	Euro-Pro Operating, LLC	Filed	85/829458	01/22/2013		
SONIC FLOATING SCRUB TECHNOLOGY	Euro-Pro Operating, LLC	Filed	85/765146	10/26/2012		
SONIC GLIDE TECHNOLOGY	Euro-Pro Operating, LLC	Filed	85/765155	10/26/2012		
SONIC PULSE	Euro-Pro Operating, LLC	Filed	85/765145	10/26/2012		
SONIC PURIFIER	Euro-Pro Operating, LLC	Filed	85/765078	10/26/2012		

<u>Trademark</u>	<u>Grantor</u>	<u>Status in Trademark Office</u>	<u>Application Number</u>	<u>Application Date</u>	<u>Registration Number</u>	<u>Registration Date</u>
SONIC SHINE & PROTECT TECHNOLOGY	Euro-Pro Operating, LLC	Registered	85/773083	11/26/2012	4,467,622	01/14/2014
SONIC TRAP & REMOVE	Euro-Pro Operating, LLC	Registered	85/773066	11/06/2012	4,467,620	01/14/2014
STEAM & SPRAY	Euro-Pro Operating, LLC	Filed	85/952934	06/06/2013		
STEAM ACTIVATED	Euro-Pro Operating, LLC	Filed	85/956973	06/11/2013		
STEAM ENERGIZED	Euro-Pro Operating, LLC	Filed	85/961921	06/17/2013		
THERMAL FLAVOR EXTRATION	Euro-Pro Operating, LLC	Filed	86/033852	08/09/2013		
TOTAL CRUSHING	Euro-Pro Operating, LLC	Filed	85/822316	01/14/2013		
TURBO BOOST	Euro-Pro Operating, LLC	Filed	86/104437	10/29/2013		
ULTIMA	Euro-Pro Operating, LLC	Filed	85/876463	03/14/2013		
ULTIMATE NINJA	Euro-Pro Operating, LLC	Filed	85/876432	03/14/2013		
ULTIMATE NINJA	Euro-Pro Operating, LLC	Filed	85/877257	03/15/2013		
ULTIMATE ROTATING	Euro-Pro Operating, LLC	Filed	85/941091	05/23/2013		
ULTIMIUM	Euro-Pro Operating, LLC	Filed	85/939960	05/22/2013		
ULTRA KITCHEN SYSTEM	Euro-Pro Operating, LLC	Filed	86/137314	12/06/2013		
VITA FREEZE	Euro-Pro Operating, LLC	Filed	86/082730	10/04/2013		

<u>Trademark</u>	<u>Grantor</u>	<u>Status in Trademark Office</u>	<u>Application Number</u>	<u>Application Date</u>	<u>Registration Number</u>	<u>Registration Date</u>
VITA FREEZE	Euro-Pro Operating, LLC	Filed	86/085740	10/04/2013		
WAKE ME UP	Euro-Pro Operating, LLC	Filed	86/104452	10/29/2013		

Non-U.S. Trademark Registrations

In Canada:

<u>Trademark</u>	<u>Grantor</u>	<u>Status in Trademark Office</u>	<u>Registration or Application No.</u>	<u>Registration Date</u>
DUO CAPTURE	Euro-Pro Operating, LLC	APPLICATION	1606181	12/11/2012
DUO LIFT	Euro-Pro Operating, LLC	APPLICATION	1606177	12/11/2012
LIFT-AWAY	Euro-Pro Operating, LLC	FILED	1595832	9/26/2012
NAVIGATOR	Euro-Pro Operating, LLC	REGISTERED	TMA861,699	10/02/2013

In all other jurisdictions:

<u>Country</u>	<u>Trademark</u>	<u>Grantor</u>	<u>Status in Trademark Office</u>	<u>Application Number</u>	<u>Application Date</u>	<u>Registration Number</u>	<u>Registration Date</u>
Argentina	EURO-PRO	Euro-Pro Corporation	Registered	3,221,097	01/09/2013	2,576,907	06/10/2013
Argentina	EURO-PRO	Euro-Pro Corporation	Registered	3,221,095	01/09/2013	2,576,904	06/10/2013
Argentina	EURO-PRO	Euro-Pro Corporation	Registered	3,221,096	01/09/2013	2,576,906	06/10/2013
Argentina	THE SHARK	Euro-Pro Corporation	Registered	3,221,098	01/09/2013	2,576,909	06/10/2013
European Union	EURO-PRO EUROPE	Euro-Pro Operating, LLC	Registered	11784972	05/01/2013	11784972	10/23/2013
Malaysia	SHARK	Euro-Pro Operating, LLC	Filed	2013002604	02/19/2013		
Morocco	THE SHARK	Euro-Pro Corporation	Filed	22352	04/18/2002		
New Zealand	SHARK	Euro-Pro Operating, LLC	Registered	666087	10/08/2002	666087	04/10/2003
New Zealand	SHARK	Euro-Pro Operating, LLC	Registered	666088	10/08/2002	666088	04/10/2003
New Zealand	SHARK	Euro-Pro Operating, LLC	Registered	674250	03/03/2003	674250	09/04/2003
New Zealand	SHARK	Euro-Pro Operating, LLC	Registered	834859	12/14/2010	834859	05/23/2013
New Zealand	SHARK STEAM MOP	Euro-Pro Operating, LLC	Registered	830540	09/16/2010	830540	03/01/2013