

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM298778

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
WORLD CLASS CORRUGATING LLC		03/20/2014	LIMITED LIABILITY COMPANY: DELAWARE
NEW STAR METALS INC.		03/20/2014	CORPORATION: DELAWARE
CANFIELD COATING LLC		03/20/2014	LIMITED LIABILITY COMPANY: DELAWARE
MATERIAL SCIENCES CORPORATION		03/20/2014	CORPORATION: DELAWARE
MATERIAL SCIENCES CORPORATION, ENGINEERED MATERIALS AND SOLUTIONS GROUP, INC.		03/20/2014	CORPORATION: ILLINOIS

RECEIVING PARTY DATA

Name:	WILMINGTON TRUST, NATIONAL ASSOCIATION
Street Address:	50 SOUTH SIXTH STREET
Internal Address:	SUITE 1290
City:	MINNEAPOLIS
State/Country:	MINNESOTA
Postal Code:	55402
Entity Type:	NATIONAL ASSOCIATION: UNITED STATES

PROPERTY NUMBERS Total: 19

Property Type	Number	Word Mark
Registration Number:	2988948	CMC CANFIELD METAL COATING
Registration Number:	4178954	CMC CANFIELD METAL COATING CORPORATION
Serial Number:	85826455	SEAL OF QUALITY WC
Serial Number:	85826487	WC PANEL
Registration Number:	0787411	PANELDRAIN
Serial Number:	86173051	QUIET PATCH
Registration Number:	4058578	MAT SEAL
Registration Number:	3549904	QUIET TAPE
Registration Number:	4023016	DECO STEEL
Registration Number:	3502503	QUIET LOCK

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3379261	VIVICOLOR
Registration Number:	3437200	QUIET ALUMINUM
Registration Number:	3196287	MSC
Registration Number:	3304162	MAKING LIFE QUIET
Registration Number:	3313066	MAGNADAMP
Registration Number:	3344641	ELECTROBRITE
Registration Number:	2442979	SOUNDTRAP
Registration Number:	2244870	QUIET STEEL
Registration Number:	3937140	NEW STAR METALS

CORRESPONDENCE DATA

Fax Number: 7045032622

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

Phone: 704 503 2600

Email: trademarks@kslaw.com,vbantug@kslaw.com

Correspondent Name: King & Spalding

Address Line 1: 100 N Tryon Street

Address Line 2: Suite 3900

Address Line 4: Charlotte, NORTH CAROLINA 28202

ATTORNEY DOCKET NUMBER:	18876.009033 NEW STAR
NAME OF SUBMITTER:	Vicky R. Bantug
SIGNATURE:	/Vicky R. Bantug/
DATE SIGNED:	03/20/2014

Total Attachments: 5

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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 that certain Term Loan and Security Agreement, dated as of March 20, 2014 (as the same has been and may hereafter be amended, modified, restated or supplemented from time to time, the “Agreement”), by and among New Star Metals Holdings LLC, a Delaware limited liability company, New Star Metals Inc., a Delaware corporation, the other Borrowers party thereto and Wilmington Trust, National Association, a national banking association, as agent (in such capacity, together with any successor, the “Agent”) for the Lenders referenced therein, the undersigned (each a “Grantor” and collectively, the “Grantors”) have granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown on Schedule 1 attached hereto to the Agent for the ratable benefit of the Lenders.

The undersigned Grantors and the Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the trademarks and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Notwithstanding anything herein to the contrary, the liens and security interests referred to in this Notice of Grant of Security Interest in Trademarks and the exercise of any right or remedy by the Agent, PNC Bank, National Association, as revolving loan agent (“Revolving Loan Agent”) under that certain Amended and Restated Revolving Credit and Security Agreement by and among itself, New Star Metals Inc. and the other Borrowers thereto, or related lenders thereunder, are subject to that certain Intercreditor Agreement, dated as of March 20, 2014 (as the same has been and may hereafter be amended, modified, restated or replaced from time to time supplemented) by and among Agent, Revolving Loan Agent and each of the Borrowers party thereto.

THIS NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS SHALL BE CONSTRUED IN ACCORDANCE WITH, AND GOVERNED IN ALL RESPECTS BY, THE LAW OF THE STATE OF NEW YORK.

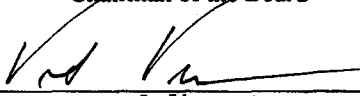
Very truly yours,

[Signature Page Follows]

WORLD CLASS CORRUGATING LLC

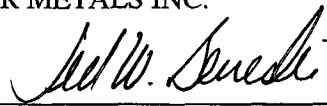
By: 

Name: **Ted W. Beneski**
Title: **Chairman of the Board**

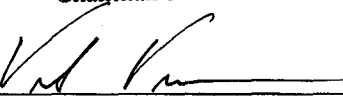
By: 

Name: **Victor L. Vescovo**
Title: **Managing Director**

NEW STAR METALS INC.

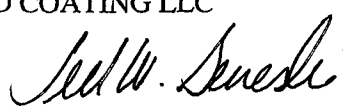
By: 

Name: **Ted W. Beneski**
Title: **Chairman of the Board**

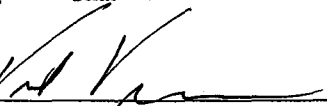
By: 

Name: **Victor L. Vescovo**
Title: **Managing Director**

CANFIELD COATING LLC

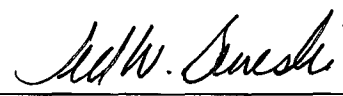
By: 

Name: **Ted W. Beneski**
Title: **Chairman of the Board**

By: 

Name: **Victor L. Vescovo**
Title: **Managing Director**

MATERIAL SCIENCES CORPORATION

By: 

Name: **Ted W. Beneski**
Title: **Chairman of the Board**

By: 

Name: **Victor L. Vescovo**
Title: **Managing Director**

[Signature Page to Notice of Grant of Security Interest in Trademarks]

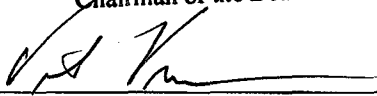
TRADEMARK

REEL: 005241 FRAME: 0193

MATERIAL SCIENCES CORPORATION,
ENGINEERED MATERIALS AND SOLUTIONS
GROUP, INC.

By: 

Name: **Ted W. Beneski**
Title: **Chairman of the Board**

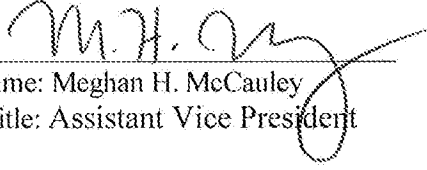
By: 

Name: **Victor L. Vescovo**
Title: **Managing Director**

[Signature Page to Notice of Grant of Security Interest in Trademarks]

Acknowledged and Accepted:



WILMINGTON TRUST, NATIONAL ASSOCIATION
as Agent

By: 
Name: Meghan H. McCauley
Title: Assistant Vice President

[Signature Page to Notice of Grant of Security Interest in Trademarks]

TRADEMARK
REEL: 005241 FRAME: 0195

SCHEDULE 1

Mark	Owner	Registration/Application Number
	Canfield Metal Coating Corp.	2,988,948
	Canfield Metal Coating Corp.	4,178,954
WC SEAL OF QUALITY	World Class Corrugating LLC	85/826,455
WC PANEL	World Class Corrugating LLC	85/826,487
Paneldrain	World Class Corrugating LLC	787411
QUIET PATCH	Material Sciences Corporation	86/173,051
MAT SEAL	Material Sciences Corporation	4,058,578
QUIET TAPE	Material Sciences Corporation	3,549,904
DECO STEEL	Material Sciences Corporation	4,023,016
QUIET LOCK	Material Sciences Corporation	3,502,503
VIVICOLOR	Material Sciences Corporation	3,379,261
QUIET ALUMINUM	Material Sciences Corporation	3,437,200
MSC	Material Sciences Corporation	3,196,287
MAKING LIFE QUIET	Material Sciences Corporation	3,304,162
MAGNADAMP	Material Sciences Corporation, Engineered Materials and Solutions Group, Inc.	3,313,066
ELECTROBRITE	Material Sciences Corporation, Engineered Materials and Solutions Group, Inc.	3,344,641
SOUNDTRAP	Material Sciences Corporation	2,442,979
QUIET STEEL	Material Sciences Corporation	2,244,870
NEW STAR METALS	New Star Metals Inc.	3,937,140