

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM407481

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Rectorseal, LLC	FORMERLY The Rectorseal Corporation	11/30/2016	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	JPMorgan Chase Bank, N.A., as Administrative Agent
Street Address:	2200 Ross Avenue
Internal Address:	8th Floor
City:	Dallas
State/Country:	TEXAS
Postal Code:	75201
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 35

Property Type	Number	Word Mark
Registration Number:	989476	5
Registration Number:	997190	5
Registration Number:	1783169	ACID-AWAY
Registration Number:	1478686	AIR-LOCK
Registration Number:	4182171	AIRTEC
Registration Number:	4421117	AQUAGUARD ON DUTY 24/7
Registration Number:	4008464	AQUAGUARD
Registration Number:	4021450	AQUAGUARD
Registration Number:	2834004	BIOSTOP
Registration Number:	1545064	C-FLUX
Registration Number:	3875801	CLEAN CHECK
Registration Number:	3480358	DEXELAR
Registration Number:	1950506	EZ TRAP
Registration Number:	4383434	EZ TRAP
Registration Number:	1369600	FLAMESAFE
Registration Number:	4220612	FORTRESS
Registration Number:	1530738	FRUGAL FLUSH
Registration Number:	4417841	GOLIATH

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3368267	G-O-N
Registration Number:	1689847	KICKSTART
Registration Number:	2831595	MAGIC VENT
Registration Number:	1711714	METACALK
Registration Number:	996260	NO. 5
Registration Number:	762003	NOKORODE
Registration Number:	2901377	NOVENT
Registration Number:	2130440	NU LINE
Registration Number:	692681	RECTORSEAL
Registration Number:	1135952	RECTORSEAL
Registration Number:	2728794	SURE SEAL
Registration Number:	1861799	T PLUS 2
Registration Number:	4583654	SAFE-T-SWITCH
Registration Number:	3163422	THINK FAST WORK SMART.
Registration Number:	3967875	MAGIC FROST
Registration Number:	3967876	LEAK FREEZE
Registration Number:	3162365	FLAMESAFE

CORRESPONDENCE DATA

Fax Number: 2147455390

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: 214-745-5226

Email: AWALKER@WINSTEAD.COM

Correspondent Name: Andrea Walker, Winstead PC

Address Line 1: P. O. Box 131851

Address Line 4: Dallas, TEXAS 75313-1851

ATTORNEY DOCKET NUMBER:	13312-584 saRectorsealLLC
NAME OF SUBMITTER:	ANDREA WALKER
SIGNATURE:	/Andrea Walker/
DATE SIGNED:	12/02/2016

Total Attachments: 12

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November 30, 2016

TRADEMARK SECURITY AGREEMENT

WHEREAS, RECTORSEAL, LLC, a Delaware limited liability company formerly known as The RectorSeal Corporation ("Grantor"), owns the Trademarks and trademark applications listed on Schedule 1 annexed hereto, and is a party to the Licenses listed on Schedule 1 annexed hereto; and

WHEREAS, pursuant to the terms of the First Amended and Restated Pledge and Security Agreement dated as of November 30, 2016 (as said Agreement may be amended and in effect from time to time, the "Security Agreement"; terms used herein but not defined herein shall have the meanings given to them in the Security Agreement), among CSW Industrials, Inc. (the "Company"), CSW Industrials Holdings, Inc., Whitmore Manufacturing, LLC (formerly known as The Whitmore Manufacturing Company), certain subsidiaries of the Company, and JPMorgan Chase Bank, N.A., as administrative agent ("Secured Party"), Grantor has granted to Secured Party a security interest in substantially all the assets of Grantor including all right, title and interest of Grantor in, to and under all now owned and hereafter acquired Trademarks, trademark registrations, trademark applications and Licenses, together with the goodwill of the business symbolized by Grantor's trademarks, and all proceeds thereof, to secure the payment of all Secured Obligations;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor does hereby grant to Secured Party a continuing security interest in all of Grantor's right, title and interest in, to and under the following (all of the following items or types of property being herein collectively referred to as the "Trademark Collateral"), whether presently existing or hereafter created or acquired:

(1) (a) all trademarks (including service marks), trade names, trade dress, and trade styles and the registrations and applications for registration thereof; (b) all extensions and renewals of the foregoing; (c) all income, royalties, damages, and payments now or hereafter due or payable with respect thereto, including, without limitation, damages, claims, and payments for past and future infringements thereof; (d) all rights to sue for past, present, and future infringements of the foregoing, including the right to settle suits involving claims and demands for royalties owing; (e) all rights corresponding to any of the foregoing throughout the world; and (f) all goodwill associated with or symbolized by the foregoing (the "Trademarks"), each of which is set forth herein on Schedule 1 annexed hereto;

(2) each License and all of the goodwill of the business connected with the use of, and symbolized by, each trademark license, including, without limitation, each License referred to in Schedule 1 annexed hereto; and

(3) accessions to, substitutions for and replacements, Proceeds and products of the foregoing, together with all books and records, customer lists, credit files, computer files, programs, printouts and other computer materials and records related thereto and any General Intangibles at any time evidencing or relating to any of the foregoing.

This security interest is granted in conjunction with the security interests granted to Secured Party pursuant to the Security Agreement. Grantor hereby acknowledges and affirms that the rights and remedies of Secured Party with respect to the security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

[Signatures On Following Pages]

IN WITNESS WHEREOF, Grantor has caused this Trademark Security Agreement to be duly executed by its duly authorized officer thereunto as of the first date written above.

Acknowledged:

GRANTOR:

RECTORSEAL, LLC, formerly known as The RectorSeal Corporation

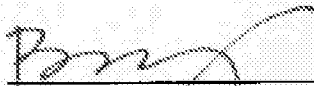
By: 

Name: Luke Alverson

Title: Vice President and Secretary

SECURED PARTY:

JPMORGAN CHASE BANK, N.A., as
administrative agent

By: 
Name: Brooke L. Tarskey
Title: Authorized Officer

Schedule 1
to Trademark
Security Agreement

TRADEMARKS

Registered Owner	Nature of such Loan Party's Interest (e.g. owner, licensee)	Registered Trademark	Registration No.	Int'l Class Covered	Goods or Services Covered	Date Registered	Country of Registration
RECTORSEAL, LLC	owner	5 (design)	989,476	19	Thread sealing compounds	July 30, 1994	UNITED STATES
RECTORSEAL, LLC	owner	5	997,190	1	Thread sealing compound	November 5, 1974	UNITED STATES
RECTORSEAL, LLC	owner	Acid-Away	1,783,169	1	Acid neutralizer for use in air conditioning and refrigeration systems	July 20, 1993	UNITED STATES
RECTORSEAL, LLC	owner	Air-Lock	1,478,686	17	Duct sealant	March 1, 1998	UNITED STATES
RECTORSEAL, LLC	owner	Airtec	4,182,171	6, 11, 17	Components for air distribution systems within buildings, namely, metal installation flanges; Components for air distribution systems within buildings, namely, registers attached to air conditioning or heating ducts, diffusers attached to air conditioning or heating ducts, and heat diffusion collars used to connect air conditioning or heating ducts; Components for air distribution systems within buildings, namely, non-metal installation flanges.	July 31, 2012	UNITED STATES

Registered Owner	Nature of such Loan Party's Interest (e.g. owner, licensee)	Registered Trademark	Registration No.	Int'l Class Covered	Goods or Services Covered	Date Registered	Country of Registration
RECTORSEAL, LLC	owner	AquaGuard on Duty 24 7	4,421,117	9	Electrical switches; liquid level switches for monitoring and controlling liquids in tanks and vessels; liquid level sensors; leak detection devices for water supplied to water heaters, furnaces and HVAC units consisting of a water sensor and control unit; leak detection devices for water supplied to water heaters, furnaces and HVAC units consisting of a water sensor and control unit with audible alarm; leak detection devices for water supplied to water heaters, furnaces and HVAC units consisting of a water sensor; control unit with audible alarm and water valves to allow fluid shut off and remote notification system.	October 22, 2013	UNITED STATES
RECTORSEAL, LLC	owner	AquaGuard (pans)	4,008,464	11	Non-metal fluid collection pans that are placed under a water heater, furnace, or HVAC unit to catch and drain liquids.	August 9, 2011	UNITED STATES

Registered Owner	Nature of such Loan Party's Interest (e.g. owner, licensee)	Registered Trademark	Registration No.	Int'l Class Covered	Goods or Services Covered	Date Registered	Country of Registration
RECTORSEAL, LLC	owner	AquaGuard (switches)	4,021,450	9	Electrical switches, liquid level switches for monitoring and controlling liquids in tanks and vessels, liquid level sensors, leak detection devices for water supplied to water heater, furnace, and HVAC units consisting of a water sensor and control unit, leak detection devices for water supplied to water heater, furnace, and HVAC units consisting of a water sensor and control unit with audible alarm, leak detection devices for water supplied to water heater, furnace, and HVAC units consisting of a water sensor, control unit with audible alarm, water valves to allow fluid shut off and remote notification system.	September 6, 2011	UNITED STATES
RECTORSEAL, LLC	owner	Biostop	2,834,004	17	Firestopping sealant compound.	April 20, 2004	UNITED STATES
RECTORSEAL, LLC	owner	C-Flux	1,545,064	1	A chemical compound for cleaning and preparing copper tubing or other metals for soldering.	June 27, 1989	UNITED STATES
RECTORSEAL, LLC	owner	Clean Check	3,875,801	11	Backwater valve for sanitary sewer.	November 16, 2010	UNITED STATES

Registered Owner	Nature of such Loan Party's Interest (e.g. owner, licensee)	Registered Trademark	Registration No.	Int'l Class Covered	Goods or Services Covered	Date Registered	Country of Registration
RECTORSEAL, LLC	owner	Dexelar	3,480,358	1	building elements; figurines (statuettes) of stone, concrete or marble; formwork for concrete (non-metallic -); shuttering, not of metal for concrete.	August 5, 2008	UNITED STATES
RECTORSEAL, LLC	owner	EZ Trap (design)	1,950,506	11	Cleanable condensate (or liquid) traps used with air cooling and heating systems.	January 23, 1996	UNITED STATES
RECTORSEAL, LLC	owner	EZ Trap	4,383,434	11	Plumbing fittings, namely, cleanable condensate and liquid traps used with air cooling and heating systems.	August 13, 2013	UNITED STATES
RECTORSEAL, LLC	owner	Flamesafe	1,369,600	1, 19	Fire stop compounds, fire retardant cable coatings and other fire retardant materials, namely, sprays and mastics for use in association with electrical wires and cables; Fire retardant building materials, namely, wall boards and damming panels.	November 5, 1985	UNITED STATES

Registered Owner	Nature of such Loan Party's Interest (e.g. owner, licensee)	Registered Trademark	Registration No.	Int'l Class Covered	Goods or Services Covered	Date Registered	Country of Registration
RECTORSEAL, LLC	owner	Fortress	4,220,612	19	Components for air distribution systems within buildings, namely, lineset ducting products in the nature of plastic ducts and fittings for HVAC and refrigeration systems in the nature of non-metal protective covers, for purposes of covering air conditioning and refrigeration lineset tubing and drain hoses.	October 9, 2012	UNITED STATES
RECTORSEAL, LLC	owner	Frugal Flush	1,530,738	11	Valves for use in the flushing of toilets and plumbing fittings therefor, namely devices to limit water usage in toilets during flushing.	March 21, 1989	UNITED STATES
RECTORSEAL, LLC	owner	Goliath	4,417,841	11	Collection pans for placement under water heaters, furnaces and HVAC units to catch and drain liquids; furnace risers, namely, furnace stands.	October 15, 2013	UNITED STATES
RECTORSEAL, LLC	owner	G-O-N	3,368,267	11	Plumbing fittings, namely, drain nozzles.	January 15, 2008	UNITED STATES
RECTORSEAL, LLC	owner	Kickstart	1,689,847	7	Air conditioning and refrigeration compressor starting units.	June 2, 1992	UNITED STATES
RECTORSEAL, LLC	owner	Magic Vent	2,831,595	11	Plumbing fittings, namely, air admittance valves.	April 13, 2004	UNITED STATES
RECTORSEAL, LLC	owner	Metacaulk	1,711,714	17	Fire stopping caulking compounds.	September 1, 1992	UNITED STATES
RECTORSEAL, LLC	owner	No. 5	996,260	19	Thread sealing compound.	October 22, 1974	UNITED STATES

Registered Owner	Nature of such Loan Party's Interest (e.g. owner, licensee)	Registered Trademark	Registration No.	Int'l Class Covered	Goods or Services Covered	Date Registered	Country of Registration
RECTORSEAL, LLC	owner	Nokorode	762,003	1	Soldering Flux.	December 24, 1963	UNITED STATES
RECTORSEAL, LLC	owner	Novent	2,901,377	6	Metal caps for locking the refrigerant port of air conditioning units.	November 9, 2004	UNITED STATES
RECTORSEAL, LLC	owner	Nu Line	2,130,440	3	Air conditioner condensate drain line build-up removing preparations.	January 20, 1998	UNITED STATES
RECTORSEAL, LLC	owner	Rectorsal	692,681	6	Liquid thread fillers and sealing compounds, which remain plastic and may be applied as a sealing or coating means to pipe threads, tank walls and the like.	February 9, 1960	UNITED STATES
RECTORSEAL, LLC	owner	Rectorsal (design)	1,135,952	1, 3, 4	Solvent cement, and thread sealing compound; Cleaning compound; Anti-Seize compound, rust desolvers and penetrating oils, and lubricants.	May 27, 1980	UNITED STATES
RECTORSEAL, LLC	owner	Sure Seal	2,728,794	11	Plumbing fitting, namely, floor drains.	June 24, 2003	UNITED STATES
RECTORSEAL, LLC	owner	T Plus 2	1,861,799	17	Pipe thread sealing compound.	November 8, 1994	UNITED STATES
RECTORSEAL, LLC	owner	SAFE-T-SWITCH	4,583,654	9	Air conditioner condensate overflow protection switch.	August 12, 2014	UNITED STATES

Registered Owner	Nature of such Loan Party's Interest (e.g. owner, licensee)	Registered Trademark	Registration No.	Int'l Class Covered	Goods or Services Covered	Date Registered	Country of Registration
RECTORSEAL, LLC	owner	THINK FAST WORK SMART.	3,163,422	11	Components for air distribution systems within buildings, namely, registers attached to air conditioning or heating ducts, diffusers attached to air conditioning or heating ducts, and heat diffusion collars used to connect air conditioning or heating ducts.	October 24, 2006	UNITED STATES
RECTORSEAL, LLC	owner	MAGIC FROST	3,967,875	17	Commercial and residential cooling system performance enhancer, commercial and residential air conditioning system performance enhancer.	May 24, 2011	UNITED STATES
RECTORSEAL, LLC	owner	LEAK FREEZE	3,967,876	17	Commercial and residential cooling system stop leak and leak sealant; commercial and residential air conditioning stop leak and leak sealant.	May 24, 2011	UNITED STATES
RECTORSEAL, LLC	owner	FLAMESAFE	3,162,365	1, 19	Fire stop compounds, fire retardant cable coatings and other fire retardant materials, namely, sprays and mastics for use in association with electrical wires and cables; Fire retardant building materials, namely, wall boards and damming panels.	October 26, 2016	UNITED STATES

TRADEMARK APPLICATIONS

None