TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2 ETAS ID: TM430100

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks	

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Amsted Rail Company, Inc.		05/31/2017	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Administrative Agent
Street Address:	135 South LaSalle Street
Internal Address:	Mail Code: IL4-135-09-61
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60603-4157
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 20

Property Type	Number	Word Mark
Registration Number:	5073312	RAILYTICS
Registration Number:	5072536	RYNO RING
Registration Number:	4835871	QUIK DRAW
Registration Number:	4835869	KEY-GARD
Registration Number:	4835751	RFTRAX
Registration Number:	4024322	IONX EDGE
Registration Number:	4024321	IONX
Registration Number:	2786124	ASF-KEYSTONE
Registration Number:	0881172	PEACOCK
Serial Number:	87438123	SMART TRAIN
Serial Number:	87349046	IBEX
Serial Number:	87304428	ELLCON
Serial Number:	87304347	ELLCON-NATIONAL
Serial Number:	87061661	TRAKMASTER
Serial Number:	87051329	INNO-SPIN
Serial Number:	87051257	INNO-SPIN
Serial Number:	87050685	AMRIDE
Serial Number:	86971450	INFORMATION FROM THE EDGE

TRADEMARK **REEL: 006077 FRAME: 0508**

900408533

Property Type	Number	Word Mark
Serial Number:	86343234	ENDURANCE
Serial Number:	86288933	TWIN PACK PLUS

CORRESPONDENCE DATA

Fax Number: 9192868199

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: 9192868000

Email: PTO_TMconfirmation@mvalaw.com, amberwest@mvalaw.com

Correspondent Name: MOORE & VAN ALLEN PLLC

Address Line 1: 3015 Carrington Mill Blvd., Suite 400
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	017625.4881
NAME OF SUBMITTER:	John Slaughter
SIGNATURE:	/john slaughter/
DATE SIGNED:	06/06/2017

Total Attachments: 4

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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 Fourth Amended and Restated Security and Pledge Agreement dated as of May 31, 2017 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in any and all right, title and interest of such Obligor in and to the trademarks and trademark applications set forth on Schedule 1 hereto to the Administrative Agent for the ratable benefit of the holders of the Obligations.

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (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.

[Signature Pages Follow]

TRADEMARK REEL: 006077 FRAME: 0510

Very truly yours,

AMSTED RAIL COMPANY, INC., a Delaware corporation

Name: Luke Penskar Title: Attorney in Fact

Amsted Industries Incorporated 180 N. Stetson Avenue, Suite 1800

Chicago, IL 60601 Attention: Luke Penskar Phone: 312-819-8506

E-mail:

lpenskar@amsted.com

AMSTED INDUSTRIES INCORPORATED NOTICE OF GRANT OF SECURITY INTERESTS IN TRADEMARKS

TRADEMARK REEL: 006077 FRAME: 0511 Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By:_/_ Name:

Title:

Denise Jobés Vice President

AMSTED INDUSTRIES INCORPORATED NOTICE OF GRANT OF SECURITY INTERESTS IN TRADEMARKS

TRADEMARK REEL: 006077 FRAME: 0512

Schedule 1

Amsted Rail Company, Inc. (Delaware Corporation)

U.S. Trademarks

Trademark Registrations

Mark	Reg. No.	Reg. Date
RAILYTICS	5073312	11/01/16
RYNO RING	5072536	11/01/16
QUIK DRAW	4835871	10/20/15
KEY-GARD	4835869	10/20/15
RFTRAX	4835751	10/20/15
IONX EDGE	4024322	09/13/11
IONX	4024321	09/13/11
ASF-KEYSTONE	2786124	11/25/03
PEACOCK	0881172	11/25/69

Trademark Applications

Mark	Appl. No.	Filing Date
SMART TRAIN	87438123	05/05/17
IBEX	87349046	02/24/17
ELLCON	87304428	01/17/17
ELLCON-NATIONAL	87304347	01/17/17
TRAKMASTER	87061661	06/06/16
INNO-SPIN	87051329	05/26/16
INNO-SPIN	87051257	05/26/16
AMRIDE	87050685	05/26/16
INFORMATION FROM THE EDGE	86971450	04/11/16
ENDURANCE	86343234	07/21/14
TWIN PACK PLUS	86288933	05/22/14

TRADEMARK REEL: 006077 FRAME: 0513

RECORDED: 06/06/2017