

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM454477

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
U.S. BANK NATIONAL ASSOCIATION, AS COLLATERAL AGENT		12/11/2017	National Banking Association: UNITED STATES

RECEIVING PARTY DATA

Name:	CLEAVER-BROOKS, INC.
Street Address:	11950 W LAKE PARK DR
City:	MILWAUKEE
State/Country:	WISCONSIN
Postal Code:	53224
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 19

Property Type	Number	Word Mark
Serial Number:	85525698	CLEAVERBROOKS
Registration Number:	0708411	BOILERMATE
Registration Number:	3264522	BOILERSPEC
Registration Number:	3959593	BOOST
Registration Number:	0987858	CB
Registration Number:	1717786	CB-HAWK
Registration Number:	1715306	CB-HAWK
Registration Number:	2805139	CLEARFIRE
Registration Number:	3728800	CLEAVER BROOKS
Registration Number:	1418155	CLEAVER BROOKS
Registration Number:	0575242	CLEAVERBROOKS
Registration Number:	4209982	HAWK
Registration Number:	1529586	IC
Registration Number:	1455141	MAX-FIRE
Registration Number:	1963346	MAX-FLOW
Registration Number:	1416407	
Registration Number:	3084957	PROFIRE
Registration Number:	0892464	SPRAYMASTER

OP \$490.00 85525698

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	0721008	HEV-E-DUTY

CORRESPONDENCE DATA

Fax Number: 2024202201

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: 202-420-2200

Email: GZICCARELLI@BLANKROME.COM

Correspondent Name: BLANK ROME LLP

Address Line 1: 1825 EYE STREET, NW

Address Line 4: WASHINGTON, D.C. 20006

ATTORNEY DOCKET NUMBER:	200423-03606
NAME OF SUBMITTER:	Gabriella E. Ziccarelli
SIGNATURE:	/gez/
DATE SIGNED:	12/13/2017

Total Attachments: 8

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**TERMINATION AND RELEASE OF
TRADEMARK SECURITY AGREEMENT**

This TERMINATION AND RELEASE (“*Termination and Release*”) effective as of December 11, 2017 from U.S. Bank National Association (“*U.S. Bank*”), as collateral agent (in such capacity, the “*Collateral Agent*”) to CLEAVER-BROOKS, INC., a Delaware corporation (the “*Grantor*”).

WITNESSETH:

WHEREAS pursuant to the Senior Secured Notes Pledge and Security Agreement dated as of December 19, 2012 (“*Security Agreement*”), the Collateral Agent and Grantor have executed a Trademark Security Agreement dated as of December 19, 2012 (“*Trademark Security Agreement*”), which is recorded in the United States Patent and Trademark Office at Volume 9913 Doc. No. 432 Trademark Reel 004928 Frame 0700;

WHEREAS pursuant to the Trademark Security Agreement, a security interest (“*Security Interest*”) was granted by the Grantor to the Collateral Agent in the Trademark Collateral (as defined in the Trademark Security Agreement) including without limitation those United States federal trademark registrations and applications listed on Schedule I hereto (collectively, the “*Released Collateral*”);

WHEREAS, in reliance on an Officers’ Certificate of the Grantor and an Opinion of Counsel, dated as of the date hereof, pursuant to the Indenture dated as of December 19, 2012 among the Grantor, the other parties named therein and U.S. Bank, as trustee and the Collateral Agent (as supplemented by those supplemental indentures dated as of March 28, 2014, March 31, 2014, June 30, 2014, and as further supplemented and amended as of the date hereof by a Fourth Supplemental Indenture among the Grantor, the other parties named therein U.S. Bank, as trustee and the Collateral Agent (the “*Fourth Supplemental Indenture*”), and as subsequently supplemented or amended, the “*Indenture*”) delivered to the Collateral Agent on the date hereof stating, among other things, that all conditions precedent to the release of the Security Interest in the Released Collateral provided for in Indenture and the applicable Collateral Documents (as defined in the Indenture) have been satisfied, the Collateral Agent now desires to terminate and release the entirety of its Security Interest in the Released Collateral as required by Section 6(c) of the Fourth Supplemental Indenture; and;

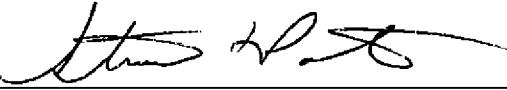
NOW THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Termination and Release, the Collateral Agent hereby states as follows:

Release of Security Interest. The Collateral Agent hereby terminates, releases and discharges the Security Interest in and any and all claims against the Released Collateral, and any right, title and interest of the Collateral Agent, its successors and assigns, in such Released Collateral shall hereby cease and become void.

Notwithstanding the foregoing, by the terms of this Termination and Release neither U.S. Bank nor Grantor in any way release or discharge any party to the Copyright Security Agreement (each a "**Party**"), and no Party in any way releases U.S. Bank or Grantor, from any claim, cause of action, duty, or obligation, of any type whatsoever (including, but not limited to, all suits, debts, dues, sums of money, accounts, reckonings, bonds, bills, specialties, covenants, contracts, controversies, agreements, promises, variances, trespasses, damages, judgments, extents, execution claims, and demands of any kind whatsoever, at law, in admiralty, or in equity, whether accrued or not and whether known or unknown), which is unrelated to this Termination and Release and which relates to or arises in connection with any checking account, savings account, deposit account, trust account, investment account, credit card account, guaranty, or mortgage any Party has at or with U.S. Bank (or any of U.S. Bank's affiliates, parents, subsidiaries, predecessors, successors, and assigns), or any other banking, investment, credit, financing, or other relationship or arrangement between such Party and U.S. Bank (or any of U.S. Bank's affiliates, parents, subsidiaries, predecessors, successors, and assigns).

[Signature page follows]

U.S. BANK NATIONAL ASSOCIATION,
as Collateral Agent

By:  _____

Name: **STEVEN F. POSTO** _____

Title: **VICE PRESIDENT** _____

**SCHEDULE I TO
TRADEMARK SECURITY AGREEMENT**

United States Trademark Registrations and Applications

Registrations

<u>Trademark</u>	<u>Country</u>	<u>Status</u>	<u>Reg./App. Number</u>	<u>Reg. Date/Appl. Date</u>	<u>Owner</u>
BOILERMATE	United States	Registered	708,411	12/13/60	Cleaver-Brooks, Inc.
BOILERSPEC	United States	Registered	3,264,522	07/17/07	Cleaver-Brooks, Inc.
BOOST	United States	Registered	3,959,593	05/10/11	Cleaver-Brooks, Inc.
CB	United States	Registered	987,858	07/09/74	Cleaver-Brooks, Inc.
CB-Hawk	United States	Registered	1,717,786	09/22/92	Cleaver-Brooks, Inc.
CB-Hawk & Design	United States	Registered	1,715,306	09/15/92	Cleaver-Brooks, Inc.
CLEARFIRE	United States	Registered	2,805,139	01/13/04	Cleaver-Brooks, Inc.
CLEAVER BROOKS & Design (Flame in Hand in Middle)	United States	Registered	3,728,800	12/22/09	Cleaver-Brooks, Inc.
CLEAVER BROOKS & Design (Flame in Hand with World & Orbits)	United States	Registered	1,418,155	11/25/86	Cleaver-Brooks, Inc.

<u>Trademark</u>	<u>Country</u>	<u>Status</u>	<u>Reg./App. Number</u>	<u>Reg. Date/Appl. Date</u>	<u>Owner</u>
CLEAVERBROO KS & Design (Flame in Hand on Right)	United States	Pending	85/525,698	01/26/12	CleaverBrooks, Inc.
CLEAVERBROO KS	United States	Registered	575,242	06/02/53	Cleaver-Brooks, Inc.
HAWK	United States	Registered	4,209,982	09/18/12	Cleaver-Brooks, Inc.
IC & Design	United States	Registered	1,529,586	03/14/89	Cleaver-Brooks, Inc.
MAX-FIRE	United States	Registered	1,455,141	09/01/87	Cleaver-Brooks, Inc.
MAX-FLOW	United States	Registered	1,963,346	03/19/96	Cleaver-Brooks, Inc.
Misc. Design (Flame in Hand with Globe)	United States	Registered	1,416,407	11/11/86	Cleaver-Brooks, Inc.
PROFIRE	United States	Registered	3,084,957	04/25/06	Cleaver-Brooks, Inc.
SPRAYMASTER	United States	Registered	892,464	06/09/70	Cleaver-Brooks, Inc.
HEV-E-DUTY	United States	Registered	721,008	09/05/61	Cleaver-Brooks, Inc.

Common Law Trademarks

FC-OSSG

FLX

FLEXTUBE

NATCOM

INDUSTRIAL COMBUSTION & Design:

**INDUSTRIAL
COMBUSTION**

NATCOM & Design: **NATCOM**

Trade Names

Cleaver-Brooks, Inc. Packaged Boiler Systems
Engineered Boiler Systems Packaged Burner Systems Exhaust Solutions Aftermarket
Solutions NATCOM
Industrial Combustions

Logos

C-B &
Design:



CLEAVERBROOKS & Design
(Flame in Hand on Right):



CB-Hawk & Design¹:



IC & Design:



INDUSTRIAL COMBUSTION &
Design:

**INDUSTRIAL
COMBUSTION**

NATCOM & Design

NATCOM

¹ Note that the Company is no longer using the CB-HAWK or CB-HAWK & Design marks and intends to allow these registrations to lapse at the first opportunity. The Company now uses the HAWK mark, without the CB component and which is the subject of a pending application filed in 2012

URLs and Internet Domain Names

www.abcoboilers.com
www.boilerspec.com
www.boilerspec.net
www.boilerspec.org
www.chaftermarket.com
www.cbboilers.com
www.cbprofire.com
www.cbboilers.com
www.cleaver-brooks.com
www.cleaver-brooks.net
www.cleaver-brooks.org
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www.ind-comb.com
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www.schoolboilers.net
www.speci-fire.com