

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM502178

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
J.G.B. Enterprises, Inc.		12/13/2018	Corporation: NEW YORK
RECEIVING PARTY DATA			
Name:	Graycliff Mezzanine III LP, as administrative agent		
Street Address:	500 Fifth Avenue, 47th Floor		
Internal Address:	c/o Graycliff Partners, Attn Carl Barcoma		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10110		
Entity Type:	Limited Partnership: DELAWARE		
PROPERTY NUMBERS Total: 26			
Property Type	Number	Word Mark	
Registration Number:	5131723	EAGLE ARCTIC	
Registration Number:	5131724	EAGLE COMPOSITE	
Registration Number:	5007910	EAGLE NITRILE	
Registration Number:	5131728	EAGLE OILVAC	
Registration Number:	5131652	EAGLE OS&D	
Registration Number:	5007988	EAGLE PUMP	
Registration Number:	5007846	AVALANCHE	
Registration Number:	5012531	EAGLE AIR	
Registration Number:	5012533	EAGLE BULK	
Registration Number:	5007859	EAGLE FLO	
Registration Number:	5007861	EAGLE HOT AIR	
Registration Number:	5007895	EAGLE MILL	
Registration Number:	5007912	EAGLE MINE	
Registration Number:	5220843	EAGLE OILFLEX	
Registration Number:	5012581	EAGLE TANK	
Registration Number:	5012953	EAGLECHEM	
Registration Number:	5012586	EAGLECRETE	
Registration Number:	5007994	EAGLEFLO	

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Property Type	Number	Word Mark
Registration Number:	5013005	E-Z KOTE
Registration Number:	5253695	J-FLEX
Registration Number:	5012937	THUNDERBLAST
Registration Number:	5012938	THUNDERBOLT
Registration Number:	4167817	THE PERFECT GARDEN HOSE
Registration Number:	2647393	JGB
Serial Number:	86914762	EAGLEWASH
Serial Number:	86852774	EAGLEFLEX

CORRESPONDENCE DATA

Fax Number: 3036293450

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: 303-629-3400

Email: burtner.jody@dorsey.com

Correspondent Name: Dorsey & Whitney LLP

Address Line 1: 1400 Wewatta Street, Suite 400

Address Line 2: IP Department

Address Line 4: Denver, COLORADO 80202-5549

ATTORNEY DOCKET NUMBER: 507782-4

NAME OF SUBMITTER: Jody L. Burtner

SIGNATURE: /Jody L. Burtner/

DATE SIGNED: 12/14/2018

Total Attachments: 4

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THIS INSTRUMENT IS SUBJECT TO THE TERMS OF A SUBORDINATION AND INTERCREDITOR AGREEMENT DATED AS OF DECEMBER 13, 2018 (AS THE SAME MAY BE AMENDED, RESTATED, OR SUPPLEMENTED FROM TIME TO TIME), IN FAVOR OF MANUFACTURERS AND TRADERS TRUST COMPANY, AS SENIOR AGENT (AS DEFINED THEREIN), AND EACH HOLDER OF THIS INSTRUMENT, BY ITS ACCEPTANCE HEREOF, IRREVOCABLY AGREES TO BE BOUND BY THE PROVISIONS OF SUCH SUBORDINATION AND INTERCREDITOR AGREEMENT.

UNITED STATES TRADEMARK SECURITY AGREEMENT

This TRADEMARK SECURITY AGREEMENT (this “**Agreement**”) dated as of December 13, 2018 is made by and between GRAYCLIFF MEZZANINE III LP, in its capacity as Administrative Agent (together with its successors and assigns, in such capacity, the “**Lender**”), and J.G.B. Enterprises, Inc., a New York corporation (together with its successors and permitted assigns, the “**Grantor**”).

WHEREAS, this Agreement will be filed with the United States Patent and Trademark Office to among other things indicate that Lender is collateral assignee with respect to the Trademarks (as defined herein) listed on Schedule A hereto;

WHEREAS, Grantor is the owner of certain trademarks, including the applications and registrations thereof, together with the goodwill of the business connected with the use of and symbolized by the trademarks and all proceeds thereof, including, without limitation, any and all past, present and future causes of action which may exist by reason of infringement thereof, set forth on Schedule A hereto (collectively, the “**Trademarks**”); and

WHEREAS, the Grantor and Lender executed a Credit Agreement, dated as of December 13, 2018 (as amended, restated, amended and restated, modified or supplemented from time to time, the “**Credit Agreement**”), pursuant to which Grantor granted and agreed to grant to Lender a security interest in certain of its assets to secure obligations owing to Lender and certain other lenders.

NOW, THEREFORE, for good and valuable consideration, Grantor hereby pledges and grants (and confirms and ratifies all other pledges and grants heretofore made to Lender) to Lender a security interest and lien in and to the Trademarks, subject to the terms and conditions of the Credit Agreement.

[Signature Page to Follow]

Executed as of the date first above written.

GRANTOR: J.G.B. ENTERPRISES, INC.

By: *R R*
Name: Brendon Biddle
Title: Vice President, Secretary and Treasurer

LENDER: GRAYCLIFF MEZZANINE III LP,
in its capacity as Administrative Agent

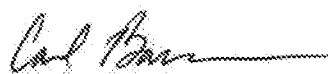
By: _____
Name: Carl Barcoma
Title: Principal

Executed as of the date first above written.

GRANTOR: J.G.B. ENTERPRISES, INC.

By: _____
Name: Brendon Biddle
Title: Vice President, Secretary and Treasurer

LENDER: GRAYCLIFF MEZZANINE III LP,
in its capacity as Administrative Agent

By:  _____
Name: Carl Barcoma
Title: Principal

Schedule A
Registrations

Mark	Reg. No.	Reg. Date
EAGLE ARTIC	5,131,723	January 31, 2017
EAGLE COMPOSITE	5,131,724	January 31, 2017
EAGLE NITRILE	5,007,910	July 26, 2016
EAGLE OILVAC	5,131,728	January 31, 2017
EAGLE OS&D	5,131,652	January 31, 2017
EAGLE PUMP	5,007,988	July 26, 2016
AVALANCHE	5,007,846	July 26, 2016
EAGLE AIR	5,012,531	August 2, 2016
EAGLE BULK	5,012,533	August 2, 2016
EAGLE FLO	5,007,859	July 26, 2016
EAGLE HOT AIR	5,007,861	July 26, 2016
EAGLE MILL	5,007,895	July 26, 2016
EAGLE MINE	5,007,912	July 26, 2016
EAGLE OILFLEX	5,220,843	June 13, 2017
EAGLE TANK	5,012,581	August 2, 2016
EAGLECHEM	5,012,953	August 2, 2016
EAGLECRETE	5,012,586	August 2, 2016
EAGLEFLO	5,007,994	July 26, 2016
E-Z KOTE	5,013,005	August 2, 2016
J-FLEX	5,253,695	August 1, 2017
THUNDERBLAST	5,012,937	August 2, 2016
THUNDERBOLT	5,012,938	August 2, 2016
THE PERFECT GARDEN HOSE	4,167,817	July 3, 2012
JGB	2,647,393	November 5, 2002

Applications

Application	Ser. No.	Application Date
EAGLEWASH	86/914,762	February 22, 2016
EAGLEFLEX	86/852,774	December 15, 2015