

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM525367

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Release of Trademark Securities

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Madison Capital Funding LLC		05/28/2019	Bank: UNITED STATES

## RECEIVING PARTY DATA

<b>Name:</b>	Flo-Rite Products Company LLC
<b>Street Address:</b>	2867 Vail Ave.
<b>City:</b>	Commerce
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	90040
<b>Entity Type:</b>	Limited Liability Company: WASHINGTON
<b>Name:</b>	Smith Cooper International, Inc.
<b>Street Address:</b>	2867 Vail Ave.
<b>City:</b>	Commerce
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	90040
<b>Entity Type:</b>	Corporation: CALIFORNIA

## PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Registration Number:	3934162	SHARPE
Registration Number:	1793387	SHARPE
Registration Number:	3830248	4X4
Registration Number:	2680843	
Registration Number:	4934021	FIRE FORUM
Registration Number:	2073621	FLANGEFIT
Registration Number:	3237370	FPPI
Registration Number:	2869996	GROOVEFIT
Registration Number:	3657555	INSIST ON FPPI
Registration Number:	2042040	LUBEFIT
Registration Number:	2163872	PIPEFIT
Registration Number:	2772447	PIPEFIT AS
Registration Number:	2417794	QUAKE RETAIN

OP \$465.00 3934162

Property Type	Number	Word Mark
Registration Number:	2464373	TRIM FIT
Registration Number:	3099198	COOPLET
Serial Number:	87373887	QUICKBITE
Registration Number:	2028625	SCI
Registration Number:	2026858	SMITH-COOPER INTERNATIONAL

**CORRESPONDENCE DATA**

Fax Number: 8009144240

*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: 800-713-0755

Email: Michael.Violet@wolterskluwer.com

Correspondent Name: CT Corporation

Address Line 1: 4400 Easton Commons Way

Address Line 2: Suite 125

Address Line 4: Columbus, OHIO 43219

NAME OF SUBMITTER:	Doris Ka
SIGNATURE:	/Doris Ka/
DATE SIGNED:	05/29/2019

**Total Attachments: 7**  
source=aConnect - Existing Smith Cooper (Madision.Flo-Rite et. al.) Trademark Release#page1.tif  
source=aConnect - Existing Smith Cooper (Madision.Flo-Rite et. al.) Trademark Release#page2.tif  
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### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

**1. Name of conveying party(ies):**

Madison Captial Funding LLC

- Individual(s)
- Partnership
- Corporation- State: \_\_\_\_\_
- Other Bank
- Association
- Limited Partnership

Citizenship (see guidelines) USA

Additional names of conveying parties attached?  Yes  No

**3. Nature of conveyance/Execution Date(s) :**

Execution Date(s) May 28, 2019

- Assignment
- Security Agreement
- Other Release of Trademark Securities
- Merger
- Change of Name

**2. Name and address of receiving party(ies)**

Additional names, addresses, or citizenship attached?  Yes  No

Name: \_\_\_\_\_ 1. Flo-Rite Products Company LLC  
2867 Vail Ave.  
Street Address: Commerce, CA 90040  
Limited Liability Company - Washington, USA  
City: \_\_\_\_\_ 2. Smith Cooper International, Inc.  
2867 Vail Ave.  
State: \_\_\_\_\_ Commerce, CA 90040  
Country: \_\_\_\_\_ Corporation - California, USA

- Individual(s) Citizenship \_\_\_\_\_
- Association Citizenship \_\_\_\_\_
- Partnership Citizenship \_\_\_\_\_
- Limited Partnership Citizenship \_\_\_\_\_
- Corporation Citizenship \_\_\_\_\_
- Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from assignment)

**4. Application number(s) or registration number(s) and identification or description of the Trademark.**

A. Trademark Application No.(s) \_\_\_\_\_ Text  
see attached Schedule B

B. Trademark Registration No.(s) \_\_\_\_\_  
see attached Schedule B

Additional sheet(s) attached?  Yes  No

**C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):**

**5. Name & address of party to whom correspondence concerning document should be mailed:**

Name: Doris Ka, Sr. Paralegal (IP)

Internal Address: Cahill Gordon & Reindel LLP

Street Address: 80 Pine Street

City: New York

State: NY Zip: 10005

Phone Number: (212) 701-3569

Docket Number: 57320.1487

Email Address: dka@cahill.com

**6. Total number of applications and registrations involved:**

19

**7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ \_\_\_\_\_**

- Authorized to be charged to deposit account
- Enclosed

**8. Payment Information:**

Deposit Account Number \_\_\_\_\_

Authorized User Name \_\_\_\_\_

**9. Signature:**



Signature

May 28, 2019

Date

Doris Ka

Name of Person Signing

Total number of pages including cover sheet, attachments, and document:

7

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:  
Mail Stop Assignment Recordation Branch, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

**RELEASE OF INTELLECTUAL PROPERTY SECURITY AGREEMENT**

THIS RELEASE dated as of May 28, 2019 (this “Release”) is made by Madison Capital Funding LLC, acting in its capacity as collateral agent (in such capacity, the “Collateral Agent”) under that certain Intellectual Property Security Agreement, dated as of November 21, 2017 (as amended, supplemented or modified and in effect from time to time, the “IP Security Agreement”) between Smith Cooper International, Inc., Flo-Rite Products Company LLC (each a “Grantor” and together, the “Grantors”) and the Collateral Agent.

WHEREAS, pursuant to the IP Security Agreement which was recorded on November 22, 2017 at Reel/Frame 044200/0503, each Grantor has granted to the Collateral Agent a continuing security interest in all of each Grantor’s right, title and interest in, to and under the Intellectual Property Collateral (as defined in the IP Security Agreement and for purposes of this release, the “Released Patent Collateral”), which includes those patent registrations and applications set forth on the attached Schedule A;

WHEREAS, pursuant to the IP Security Agreement which was recorded on November 22, 2017 at Reel/Frame 6212/0525, each Grantor has granted to the Collateral Agent a continuing security interest in all of each Grantor’s right, title and interest in, to and under the Intellectual Property Collateral (as defined in the IP Security Agreement and for purposes of this release, the “Released Flo-Rite Trademark Collateral”), which includes those trademark registrations and applications set forth on the attached Schedule B;

WHEREAS, pursuant to the IP Security Agreement which was recorded on December 13, 2017 at Reel/Frame 6227/0072, each Grantor has granted to the Collateral Agent a continuing security interest in all of each Grantor’s right, title and interest in, to and under the Intellectual Property Collateral (as defined in the IP Security Agreement and for purposes of this release, the “Released Smith Cooper Trademark Collateral” and, together with the Released Patent Collateral and Released Flo-Rite Trademark Collateral, the “Released Collateral”), which includes those trademark registrations and applications set forth on the attached Schedule B;

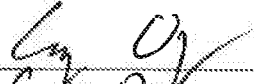
WHEREAS, each Grantor has requested and the Collateral Agent has agreed to provide a document suitable for recording in the United States Patent and Trademark Office evidencing and effecting the release, relinquishment and discharge of its security interest in the Released Collateral.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Collateral Agent does hereby, in each case, without recourse, representation or warranty of any kind whatsoever, (a) terminate all of the liens and security interest created under the IP Security Agreement in the Released Collateral, (b) release all of its security interest in the Released Collateral, (c) discharge any and all rights, title and interest it has in and the security interest granted to the Collateral Agent in the Released Collateral, and (d) reassigns, grants and conveys to each Grantor any and all right, title and interest it has in the Released Collateral.

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COLLATERAL AGENT:

MADISON CAPITAL FUNDING LLC

By:   
Name: Craig Duffin  
Title: Director

[Signature Page to Release of IP Security Agreement]

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**TRADEMARK**  
**REEL: 006655 FRAME: 0155**

**SCHEDULE A**

**PATENTS**

**Patent Registrations/Applications**

<b><u>Title</u></b>	<b><u>Country</u></b>	<b><u>Patent Number</u></b>	<b><u>Application Number</u></b>	<b><u>Record Owner</u></b>
SPRINKLER DRAIN AND TEST VALVE	USA	5944051	08937618	FLO-RITE PRODUCTS COMPANY LLC
ALARM BOX	USA	D563896	N/A	FLO-RITE PRODUCTS COMPANY LLC
RETAINER ASSEMBLY FOR PIPING ESCUTCHEONS OR WALL PLATES	USA	5911392	N/A	FLO-RITE PRODUCTS COMPANY LLC

**SCHEDULE B**

**TRADEMARKS**

**Trademark Registrations/Applications**

<b>Mark</b>	<b>Country</b>	<b>Application Number</b>	<b>Registration Number</b>	<b>Owner</b>
SHARPE	CANADA	N/A	TMA515368	FLO-RITE PRODUCTS COMPANY LLC
SONIC TORQUE	CANADA	N/A	TMA708473	FLO-RITE PRODUCTS COMPANY LLC
SONIC-SOL	CANADA	N/A	TMA708471	FLO-RITE PRODUCTS COMPANY LLC
SONIC-SWITCH	CANADA	N/A	TMA666006	FLO-RITE PRODUCTS COMPANY LLC
SHARPE	CHINA P.R.	N/A	3804981	FLO-RITE PRODUCTS COMPANY LLC
SONIC TORQUE	CHINA P.R.	N/A	6057026	FLO-RITE PRODUCTS COMPANY LLC
SHARPE	USA	85070857	3934162	FLO-RITE PRODUCTS COMPANY LLC
SHARPE	USA	74331094	1793387	FLO-RITE PRODUCTS COMPANY LLC
SHARPE	MEXICO	N/A	735771	Sharon Piping and Equipment, Inc.
SHARPE	MEXICO	N/A	1232992	Sharon Piping and Equipment, Inc.
SHARPE	MEXICO	N/A	1209071	Sharon Piping and Equipment, Inc.
SHARPE	BRAZIL	N/A	830686215	Smith Cooper International, Inc
4X4	CANADA	N/A	TMA801229	Smith Cooper International, Inc
SHARPE	TAIWAN	N/A	01448663	Smith Cooper International, Inc
4X4	USA	77742160	3830248	Smith Cooper International, Inc
(design mark) thread logo	USA	76399672	2680843	FLO-RITE PRODUCTS COMPANY LLC
FIRE FORUM	USA	86584753	4934021	FLO-RITE PRODUCTS COMPANY LLC
FIRECAULK	USA	N/A	N/A	FLO-RITE PRODUCTS COMPANY LLC
FLANGEFIT	USA	75098161	2073621	FLO-RITE PRODUCTS COMPANY LLC
FPPI	USA	78923456	3237370	FLO-RITE PRODUCTS COMPANY LLC
GROOVEFIT	USA	76240597	2869996	FLO-RITE PRODUCTS COMPANY LLC
INSIST ON FPPI	USA	77648675	3657555	FLO-RITE PRODUCTS COMPANY LLC
LUBEFIT	USA	75098183	2042040	FLO-RITE PRODUCTS COMPANY LLC
PIPEFIT	USA	75286299	2163872	FLO-RITE PRODUCTS COMPANY LLC
PIPEFIT AS	USA	76385125	2772447	FLO-RITE PRODUCTS COMPANY LLC
QUAKE RETAIN	USA	75152341	2417794	FLO-RITE PRODUCTS COMPANY LLC
TRIM FIT	USA	75665885	2464373	FLO-RITE PRODUCTS COMPANY LLC
SCI	BAHRAIN	N/A	TM77220	Smith Cooper International, Inc
SCI	CANADA	N/A	TMA602058	Smith Cooper International, Inc
SMITH-COOPER INTERNATIONAL	CANADA	N/A	TMA625336	Smith Cooper International, Inc
SCI	CHINA P.R.	N/A	3361916	Smith Cooper International, Inc
SMITH-COOPER INTERNATIONAL	CHINA P.R.	N/A	3360098	Smith Cooper International, Inc
SCI	MEXICO	N/A	781806	Smith Cooper International, Inc
SMITH-COOPER INTERNATIONAL	MEXICO	N/A	810044	Smith Cooper International, Inc
SCI	QATAR	N/A	57178	Smith Cooper International, Inc
SCI	SAUDI ARABIA	N/A	1150/67	Smith Cooper International, Inc
SCI	UAE	N/A	126092	Smith Cooper International, Inc
SMITH-COOPER INTERNATIONAL	UAE	N/A	126093	Smith Cooper International, Inc

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<u>Mark</u>	<u>Country</u>	<u>Application Number</u>	<u>Registration Number</u>	<u>Owner</u>
COOPLET	USA	78465012	3099198	Smith Cooper International, Inc
QUICKBITE	USA	87373887	N/A	Smith Cooper International, Inc
SCI	USA	75025671	2028625	Smith Cooper International, Inc
SMITH-COOPER INTERNATIONAL	USA	75025658	2026858	Smith Cooper International, Inc

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