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DEPARTMENT OF COMMERCE Patent and Trademark Office

OMB No. 0651-0027 (exp. 5/31/2007)

PAT

102270385

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Standard Car Truck Company

10-28-02

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other Amendment No. 1 to Patent Security Agreement

Execution Date: June 28, 2002

2. Name and address of receiving party(ies)

Name: LaSalle Bank National Association

Internal Address: _____

Street Address: 135 South LaSalle Street

City: Chicago State: IL Zip: 60603

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s)

None

B. Patent No.(s)

See attached

Additional numbers attached? Yes No

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

Name: Rebecca C. Ambriz, Paralegal

Internal Address: Sonnenschein Nath

& Rosenthal

8000 Sears Tower

Street Address: 233 South Wacker Drive

City: Chicago State: IL Zip: 60606

6. Total number of applications and patents involved: 10

7. Total fee (37 CFR 3.41).....\$ 400.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Rebecca C. Ambriz

Name of Person Signing

[Signature]
Signature

10/28/02
Date

Total number of pages including cover sheet, attachments, and documents: 8

11/01/2002 LMUELLER 00000267 6269752

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400.00

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

Schedule A
to
Amendment No. 1 to Patent Security Agreement

Dated as of June 28, 2002

Patents

<u>PATENT NO.</u>	<u>FILE DATE</u>	<u>INVENTION</u>
6,269,752	8/7/01	Friction Wedge Design Optimized For High WFM And Low Damping Force
6,422,155	7/23/02	Rail Car Truck Pedestal Shear Pad
5,918,547	7/6/99	Roller Bearing Adapter Stabilizer Bar
4,506,147	3/19/85	Hubodometer
4,430,561	2/7/84	Hubodometer
5,037,255	8/6/91	Wheel Chock For A Motor Vehicle Container
4,506,147	3/19/85	Hubodometer Adapted For Selectable Gear Ratios
5,183,134	2/2/93	Lubrication System For Air Compressor
5,479,895	1/2/96	Dual Valve Engine Protective Device
6,269,752	8/7/01	Friction Wedge Design Optimized For High Warp Friction And Low Damping Force

AMENDMENT NO. 1 TO PATENT SECURITY AGREEMENT

THIS AMENDMENT NO. 1 TO PATENT SECURITY AGREEMENT ("Amendment") made as of the 28th day of June, 2002, by and between STANDARD CAR TRUCK COMPANY, a Delaware corporation, with an office at 865 Busse Highway, Park Ridge, Illinois 60068 (the "Company"), and LaSalle Bank National Association (f/k/a LaSalle National Bank), with its principal office located at 135 South LaSalle Street, Chicago, Illinois 60603 ("Lender").

WITNESSETH:

WHEREAS, Company and Lender are parties to that certain Loan and Security Agreement dated as of August 31, 1998 (as amended, restated or modified from time to time, the "Loan Agreement") (capitalized terms used herein without definition shall have the meanings ascribed to them in the Loan Agreement); and

WHEREAS, as a condition precedent, among other things, to Lender entering into the Loan Agreement, Lender required the Company to execute and deliver that certain Patent Security Agreement, dated as of August 31, 1998 ("Patent Agreement") in order to secure the prompt and complete, payment, observance and performance of all of the Obligations and such Patent Agreement was recorded at the United States Patent and Trademark Office under reel 9436 and frame 0951; and

WHEREAS, the Company has obtained the rights to new patents and has reported such rights to the Lender pursuant to Section 6 of the Patent Agreement.

NOW, THEREFORE, the parties hereto agree to amend the Patent Agreement as follows:

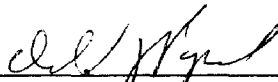
1. Schedule A is hereby amended to include the patents and patent applications listed on Schedule A attached hereto.
2. Schedule B is hereby amended to include the patent licenses listed on Schedule B attached hereto.

Except as specifically amended hereby, the terms and conditions of the Patent Agreement are in all respects ratified and confirmed and remain in full force and effect.

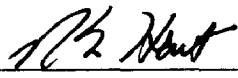
(Signatures Appear on the Next Page)

IN WITNESS WHEREOF, the parties hereto have duly executed this Amendment as of the 28th day of June, 2002.

STANDARD CAR TRUCK COMPANY,
a Delaware corporation

By: 
Name: Donald J. Pifer
Its: Treasurer

LASALLE BANK NATIONAL ASSOCIATION

By: 
Name: ROBERT W. HART
Its: FIRST VICE PRESIDENT

STATE OF _____)
) SS
COUNTY OF _____)

The foregoing Amendment No. 1 to Patent Security Agreement was executed and acknowledged before me this 28th day of June, 2002, by DONALD J. PETERLIN, personally known to me to be the TREASURER of Standard Car Truck Company, a Delaware corporation, on behalf of such corporation.

(SEAL)



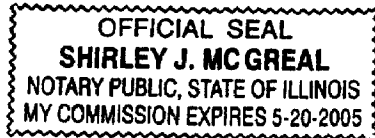
Michelle A. Baird
Notary Public
Lake County, IL
My commission expires: OCT. 25, 2005

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

The foregoing Amendment No. 1 to Patent Security Agreement was executed and acknowledged before me this 28th day of June, 2002, by Robert W. HART, personally known to me to be the Vice President of LaSalle Bank National Association, a national banking association, on behalf of such association.

(SEAL)

FIRST



Shirley J. McGreal
Notary Public

County, COOK

My commission expires: 05.20.2005

Schedule A
to
Amendment No. 1 to Patent Security Agreement

Dated as of June 28, 2002

Patents

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5,479,895	1/2/96	Dual Valve Engine Protective Device
6,269,752	8/7/01	Friction Wedge Design Optimized For High Warp Friction And Low Damping Force

Schedule B
to
Amendment No. 1 to Patent Security Agreement

Dated as of June 28, 2002

Licenses

License Agreement for patent number 4,875,813, is between Standard Car Truck Company, as licensee and Donald L. Moyer and Thomas O. Allred, as licensors, dated September 23, 1989. The license agreement pertains to a product called a wheel clock, which is a product that is used to secure automobiles onto a railroad car. The license agreement is in effect for the life of the patent which was issued in 1989.