

**CERTIFICATE OF FACSIMILE TRANSMISSION**

I hereby certify that this correspondence or, if this paper is a transmittal letter, every other paper or fee referred to therein, is being deposited electronically, via facsimile at (703) 306-5995 to: Commissioner for Patents, P.O. Box 1450, Alexandria, VA 22313-1450 on

Date: June 2, 2003Name: Melissa ScanzilloSignature: *Melissa Scanzillo*  
*Clifford Chance US LLP*

Docket No. 6840-008

Commissioner of Patents

**Mail Stop Assignment**

P.O. Box 1450

Alexandria, VA 22313-1450

Please record the attached original document(s) or copy(ies) thereof:

**Conveying party(ies):**

(name)	(Exec. date)
Stoody Company	5/23/03

**Receiving party:**

Deutsche Bank Trust Company Americas  
Corporate Trust & Agency Services  
MS NYC03-0912  
280 Park Avenue  
New York, NY 10017

**Conveyance Type:**

<input type="checkbox"/> Assignment	<input checked="" type="checkbox"/> Security Agreement
<input type="checkbox"/> License	<input type="checkbox"/> Change of Name
<input type="checkbox"/> Merger	<input type="checkbox"/> Other _____

**Submission Type:**

<input checked="" type="checkbox"/> New	
<input type="checkbox"/> Resubmission: Doc. ID# _____	
<input type="checkbox"/> Correction of PTO error	Reel _____
<input type="checkbox"/> Corrective Document	Frame _____

**Application or Patent Number(s):**

Enter either Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for same property)

Patent Application Number(s)

Patent Number(s)

6,232,000

6,127,644

6,110,301

5,514,328

**Correspondence Address:***Melissa Scanzillo***CLIFFORD CHANCE US LLP**

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**Number of Properties:**Total number of properties involved: 4**Fee:**Total fee under 37 CFR 1.21(h) (\$40/per) **\$160.00**☐ Enclosed☒ Authorized to charge to Deposit Account Number: 50-0521. A duplicate copy of this cover sheet is attached.☒ Please apply any additional fee or any credits to Deposit Account 50-0521.

**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.

Melissa Scanzillo

Signature *Melissa Scanzillo*

June 2, 2003

Date

**PATENT SECURITY AGREEMENT**

PATENT SECURITY AGREEMENT, dated as of May 23, 2003, by STOODY COMPANY, a Delaware corporation (the "**Grantor**"), in favor of DEUTSCHE BANK TRUST COMPANY AMERICAS, in its capacity as Collateral Agent, for the benefit of itself and the New Term Lenders (the "**Agreement**").

**WHEREAS**, the Grantor owns the letters patent, and/or applications for letters patent, of the United States of America, more particularly described on Schedule 1-A annexed hereto as part hereof (the "**Patents**");

**WHEREAS**, pursuant to the Credit Agreement, the Grantor has entered that certain Security Agreement (as the same may be amended, amended and restated, supplemented or otherwise modified, renewed or replaced from time to time, the "**Security Agreement**", the terms defined therein and not otherwise defined herein being used herein as therein defined) in favor of the Collateral Agent, for the benefit of itself and the New Term Lenders; and

**WHEREAS**, pursuant to the Security Agreement, the Grantor has granted to the Collateral Agent, for the benefit of itself and the New Term Lenders, a security interest in all right, title and interest of Grantor in and to the Patents, together with all registrations and recordings thereof, including, without limitation, applications, registrations and recordings in the United States Patent and Trademark Office (the "**PTO**") or in any similar office or agency of the United States, any State thereof or any other country or any political subdivision thereof, all whether now or hereafter owned or licensable by Grantor, and all reissues, continuations, continuations-in-part, term restorations or extensions thereof, all Patent Licenses and all proceeds of all of the foregoing, including, without limitation, any claims by Grantor against third parties for infringement thereof for the full term of the Patents (the "**Collateral**"), to secure the prompt payment and performance of the Obligations.

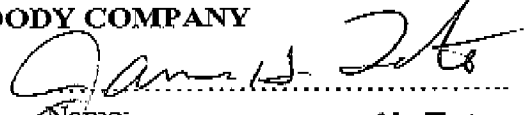
**NOW, THEREFORE**, for good and valuable consideration, receipt of which is hereby acknowledged, the Grantor does hereby further confirm, and put on the public record, its grant to the Collateral Agent, for the benefit of itself and the New Term Lenders, of a security interest in and mortgage on the Collateral to secure the prompt payment and performance of the Obligations.

The Grantor does hereby further acknowledge and affirm that the rights and remedies of Collateral Agent, for the benefit of itself and the New Term Lenders, with respect to the assignment of and grant of a security interest in the Collateral made hereby are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

The Collateral Agent's address is Deutsche Bank Trust Company Americas Corporate Trust & Agency Services – MS NYC03-0912, 280 Park Avenue, New York, NY 10017.

IN WITNESS WHEREOF, the parties hereto duly executed or caused this Supplement to Security Agreement to be duly executed as of [ 1/11/03 ] the date first written above.

STOODY COMPANY

By:   
Name: **James H. Tate**  
Title: **Senior Vice President**

DEUTSCHE BANK TRUST COMPANY  
AMERICAS

By:   
Name: **RICHARD L. BUCKWALTER**  
Title: **VICE PRESIDENT**

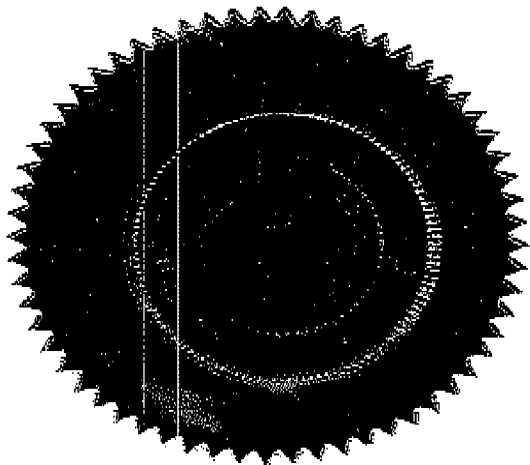
STATE OF New York  
COUNTY OF New York ) ss.:

On this 22<sup>nd</sup> day of May, 2003, before me personally appeared James H. Tate me known, who, being by me duly sworn, did depose and say that he/she resides at 17605 Lasiandra Dr. Chesterfield, MO 63005 and that he/she is Senior Vice President of the Grantor; that he/she knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was affixed pursuant to authority of the Board of Directors of said corporation and that he/she signed his/her name thereto in his/her capacity as an authorized officer of said corporation pursuant to such authority.

Patricia Peterson

Notary Public

**PATRICIA PETERSON**  
Notary Public, State of New York  
No. 01PE4978514  
Qualified in New York County  
Commission Expires March 4, 2007



PATENT

NYB 1415430.1

REEL: 013699 FRAME: 0046

FINAL

U.S. PATENTS IN THE NAME OF  
STOODY COMPANY

Title	Application No.	Patent No.	Issue Date
Abrasion, corrosion, and gall resistant overlay alloys	09/221,805	6,232,000	5/15/01
Electroslag surfacing using wire electrodes	09/299,872	6,127,644	10/3/00
Low alloy build up material	09/119,920	6,110,301	8/29/00
Cavitation erosion resistant steel	08/439,596	5,514,328	5/7/96