

Form PTO-1595 Modified
Attorney Docket No. 320310-00005

**RECORDATION FORM COVER SHEET
PATENTS ONLY**

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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):
Stolle Machinery Company, LLC

2. Name and address of receiving party(ies)

Name: GMAC Commercial Finance, LLC

Internal Address: Third Floor

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

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other _____

Street Address: 1290 Avenue of the Americas

City: New York State: Ny Zip: 10104

Execution Date January 9, 2004

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) _____

B. Patent No.(s) 5,546,785

Additional numbers attached? Yes No

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

Name: Allen S. Rose

Internal Address: Katten Muchin Zavis Rosenman

Street Address: 1025 Thomas Jefferson St., NW
East Lobby, Suite 700

City: Washington State: DC Zip: 20007

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-1710

DO NOT USE THIS SPACE

9. Signature. Submitted via Facsimile to (703) 306 5995 Return Receipt to Fax Number (202) 298-7570

Richard P. Bauer Reg. No. 31,588
Name of Person Signing


Signature

2/13/04
Date

Total number of pages including cover sheet, attachments, and documents: 5

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

CH \$40.00 601710 6646786

PATENT ASSIGNMENT OF SECURITY

WHEREAS, Stolle Machinery Company, LLC, a limited liability company formed under the laws of Delaware, located at 6949 S. Potomac Street, Englewood, Colorado ("Borrower"), owns the patents and patent applications shown in the attached Schedule A (the "Patents"), for which there are recordings or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Borrower is obligated to GMAC Commercial Finance LLC ("GMAC") and various other financial institutions (collectively, "Lenders") and GMAC as agent for Lenders ("Agent"), pursuant to (i) a certain Loan and Security Agreement, dated the date hereof, among Agent, Lenders and Borrower and (ii) a certain Patent Collateral Security Agreement, dated the date hereof, made by Borrower in favor of Agent (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, Borrower is granting to Agent for its benefit and for the ratable benefit of Lenders a security interest in the Patents, all proceeds thereof, all rights corresponding thereto and all reissues, divisions, continuations, renewals, extensions and continuations-in-part thereof, and the recordings and applications therefore.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Borrower does hereby assign unto Agent for its benefit and for the ratable benefit of Lenders and grant to Agent for its benefit and for the ratable benefit of Lenders a security interest in and to the Patents, and recordings and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

Borrower expressly acknowledges and affirms that the rights and remedies of Agent and Lenders with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.


[SIGNATURE PAGE FOLLOWS]

Dated. New York, New York
January 9, 2004

Witness:



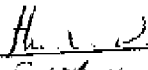
STOLLE MACHINERY COMPANY, LLC
By: AIP/SMC Holdings, Inc., its Managing
Member

By: 
Name: Dan Cassano
Its: Secretary

Witness:



GMAC COMMERCIAL FINANCE LLC, as
Agent

By: 
Name: Steven W. Simpson
Its: Vice President

STATE OF NEW YORK)
 : ss.:
COUNTY OF NEW YORK)

On the 9th day of January, 2004, before me personally came John Demmesy, to me known, who being by me duly sworn, did depose and say that s/he is the Secretary of AIP/SMC Holdings, Inc., the Managing Member of Stolle Machinery Company, LLC, the limited liability company described in and which executed the foregoing instrument; and that s/he was authorized to sign her/his name thereto.

Francella H. Ashby
Notary Public

FRANCELLA H. ASHBY
Notary Public, State Of New York
No. 01ASS053925
Qualified In New York County
Commission Expires Jan. 2, 2006

STATE OF NEW YORK)
 : ss.:
COUNTY OF NEW YORK)

On this 9th day of January, 2004, before me personally came John W. Demmesy, to me known, who, being by me duly sworn, did depose and say that s/he is the Vice President of GMAC Commercial Finance LLC, the company described in and which executed the foregoing instrument; and that s/he was authorized to sign her/his name thereto on behalf of said company.

Francella H. Ashby
Notary Public

FRANCELLA H. ASHBY
Notary Public, State Of New York
No. 01ASS053925
Qualified In New York County
Commission Expires Jan. 2, 2006

SCHEDULE A

Schedule A to a Patent Assignment of Security dated January __, 2004, by and between Stolle Machinery Company, LLC and GMAC Commercial Finance LLC, as Agent.

U.S. and Foreign Patents.

Matter ID	Status	Appln. Date	Appln. No.	Grant Date	Patent No.	Expires
Country: Title:	Granted United States Adjustable Infeed Design	08/25/1993	08/111,997	02/07/1995	5,386,900	08/25/2013
Country: Title:	Granted United States Improved Ram Guidance Mechanism for Can Body Maker Apparatus	12/27/1994	08/364,374	10/15/1996	5,564,300	12/28/2013
Country: Title:	Granted United States Crank Mechanism for Can Body Maker Apparatus	05/05/1995	08/435,358	08/20/1996	5,546,785	05/05/2015
Country: Title:	Granted United States Air Stripper for Can Body Maker Apparatus	05/05/1995	08/435,346	03/12/1996	5,497,646	05/05/2015
Country: Title:	Granted United States Apparatus and Method for the Embossing of Containers	07/19/1996	08/694,713	06/09/1998	5,761,942	07/19/2016

1164717 Patent Assignment