

PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

Notice of Grant of Security Interest

CONVEYING PARTY DATA

Name	Execution Date
Polar Corporation	12/22/2004

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Administrative Agent
Street Address:	1455 Market Street
Internal Address:	5th Floor
City:	San Francisco
State/Country:	CALIFORNIA
Postal Code:	94103

PROPERTY NUMBERS Total: 6

Property Type	Number
Patent Number:	4699357
Patent Number:	4822001
Patent Number:	D297678
Patent Number:	4848396
Patent Number:	4889318
Patent Number:	5053063

CORRESPONDENCE DATA

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PATENT

500018994

REEL: 015629 FRAME: 0205

OP \$240.00 4699357

NAME OF SUBMITTER:

John E. Slaughter

Total Attachments: 5

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
PATENTS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of December 22, 2004 (the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as administrative agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the patents and patent applications shown below to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations:

PATENTS

<u>Patent No.</u>	<u>Description of Patent Item</u>	<u>Date of Patent</u>
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SEE SCHEDULE A ATTACHED HERETO

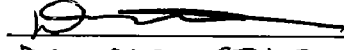
PATENT APPLICATIONS

<u>Patent Applications No.</u>	<u>Description of Patent Applied For</u>	<u>Date of Patent Applications</u>
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The Obligors and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing patents and patent applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any patent or patent application.

Very truly yours,

POLAR CORPORATION,
a Minnesota Corporation

By: 
Name: DONALD STOVER
Title: V.P., FINANCE, SECRETARY
AND TREASURER

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: _____
Name: _____
Title: _____

The Obligor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing patents and patent applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any patent or patent application.


Very truly yours,

POLAR CORPORATION,
a Minnesota Corporation

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By:  _____
Name: **Charles D. Graber** _____
Title: **Vice President** _____

The Obligors and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing patents and patent applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any patent or patent application.


Very truly yours,

POLAR CORPORATION,
a Minnesota Corporation

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: 
Name: Charles Graber
Title: Vice President

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Schedule A**Polar Corporation
(Minnesota Corporation)****U.S. Patents****Issued Patents**

Description	Patent No.	Issued
REINFORCED INDUSTRIAL BUTTERFLY VALVE	4699357	10/13/87
POSITIVE FLUID SEAL BUTTERFLY VALVE	4822001	04/18/89
CAST HOPPER TREE	D297678	09/13/88
CAST HOPPER TREE	4848396	07/18/89
MOLDED HOPPER TREE	4889318	12/26/89
DUST FILTERING & COLLECTION SYSTEM	5053063	10/01/91

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