

FORM PTO-1594
(Rev. 6-93)

OMB No. 0651-0011 (exp. 4/9)

RECORDATION FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

PATENTS ONLY

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):
Automatic Bar Controls, Inc.Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance:

☐ Assignment☐ Merger☒ Security Agreement☐ Change of Name☐ OtherExecution Date: June 30, 2005

2. Name and address of receiving party(ies)

Name Antares Capital Corporation, as Agent

Internal Address: _____

Street Address 311 South Wacker Drive, Suite 4400City: Chicago State: IL ZIP: 60606Additional 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 _____

A. Patent Application No.(s)
See Attached Schedule AB. Patent No.(s)
See Attached Schedule AAdditional numbers attached? Yes ☒ No5. Name and address of party to whom correspondence
concerning document should be mailed:Name: Terese M. Scholl

Internal Address: _____

Katten Muchin RosenmanStreet Address: 525 West Monroe StreetSuite 1600City: Chicago State: IL ZIP: 60666

6. Total number of applications and patents involved:

35

7. Total fee (37 CFR 3.41) \$ 1,400.00☐ Enclosed☒ Authorized to be charged to deposit account

8. Deposit account number:

50,3155

(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 the original document.*Terese M. Scholl

Name of Person

Terese M. Scholl

Signature

August 3, 2005

Date

Total number of pages including cover sheet, attachments, and document: 11

SCHEDULE A**U.S. PATENT REGISTRATIONS**

<u>Patent</u>	<u>Registration No.</u>	<u>Registration Date</u>
Sauce Pumping Apparatus (also reported as Application No. 20030160069)	6,892,901	May 17, 2005
System for Pumping and Dispensing Sauce (also reported as Application No. 20030159596)	6,892,629	May 17, 2005
Refrigerated Product Dispenser	6,832,487	December 21, 2004
Irrigation Fluid Dispenser	6,722,527	April 20, 2004
Quick Connect/ Disconnect Coupling Apparatus	6,672,849	January 6, 2004
Hand-Operated Syringe Pumping System	6,405,897	June 18, 2002
Condiment Dispensing Apparatus	6,357,632	March 19, 2002
Elastomeric Molded Valve Stem and Spring Hat	6,322,051	November 27, 2001
Beverage Mixing System	6,269,973	August 7, 2001
Autofill System with Improved Automixing	6,260,477	July 17, 2001
Passive Drawback Valve for Condiment Dispensing	6,227,420	May 8, 2001
Portion Control Dispensing Pump	6,220,835	April 24, 2001
Dispensing Spout-to-Bottle Security Strap	6,220,484	April 24, 2001
Hot Beverage Dispensing System	6,196,422	March 6, 2001

Autofill System for Frozen Beverages	6,112,946	September 5, 2000
Condiment Dispensing System Utilizing a Draw-Back Valve	6,082,587	July 4, 2000
Direct Valveless Condiment Dispensing System	5,996,846	December 7, 1999
Heated Condiment Dispensing System	5,950,867	September 14, 1999
Fluid Dispenser Tower	D412,262	July 27, 1999
Fluid Dispenser Twin Tower	D411,935	July 13, 1999
Fluid Dispenser Tee Tower	D411,072	June 15, 1999
Condiment Dispensing System Utilizing a Draw-Back Valve	5,906,296	May 25, 1999
Hot Oil Gooseneck Dispenser	D407,260	March 30, 1999
Gooseneck Tower Condiment Dispenser	D401,477	November 24, 1998
Limited Action Flow Control Fluid Dispenser	5,794,823	August 18, 1998
Condiment Dispensing System	D392,509	March 24, 1998
Condiment Dispenser	D390,421	February 10, 1998
Condiment Dispensing System	5,624,056	April 29, 1997
Method and System for Control and Monitoring of Beverage Dispensing	5,379,916	January 10, 1995
Method and Apparatus for Control and Monitoring of Beverage Dispensing	5,318,197	June 7, 1994
Beverage Dispensing Apparatus	5,042,692	August 27, 1991

Beverage Dispensing Apparatus	4,986,449	January 22, 1991
Beverage Dispensing Head	D309,232	July 17, 1990
Premixed Beverage Dispenser	4,732,300	March 22, 1988

FOREIGN PATENT REGISTRATIONS

None

U.S. PATENT APPLICATIONS

<u>Patent Application</u>	<u>Publication No.</u>	<u>Filing Date</u>
Rotary Sauce Dispensing Apparatus	20030161947	August 28, 2003

FOREIGN PATENT APPLICATIONS

None

PATENT SECURITY AGREEMENT

THIS PATENT SECURITY AGREEMENT, dated as of June 30, 2005, is between **AUTOMATIC BAR CONTROLS, INC.**, a Delaware corporation (the "**Grantor**") and **ANTARES CAPITAL CORPORATION**, a Delaware corporation, as agent (in such capacity, the "**Grantee**") for the benefit of Agent and Lenders (as such terms are defined in the Credit Agreement described below).

RECITALS

A. Grantor owns the Intellectual Property Applications and Intellectual Property Registrations with respect to Patents owned by Grantor listed on Schedule A annexed hereto.

B. Reference is made to that certain Credit Agreement dated as of June 30, 2005 (as the same has been and may further be amended, restated, supplemented or otherwise modified from time to time, the "**Credit Agreement**") among Grantor, successor by merger to WCI Acquisitions Sub (ABC), Inc., Grantee and the other Lenders parties thereto, providing for extensions of credit and other financial accommodations to be made to Borrowers by Grantee and Lenders.

C. Pursuant to the terms of that certain Security Agreement dated as of even date herewith (as the same may be amended, restated, supplemented or otherwise modified from time to time, the "**Security Agreement**"; capitalized terms used but not defined herein have the meanings given such terms in the Security Agreement) among Grantee, Grantor and the other "Debtors" party thereto, Grantor has granted to Grantee for the benefit of Grantee and Lenders a security interest in substantially all the assets of Grantor including all right, title and interest of Grantor in, to and under all now owned and hereafter acquired Patents, Patent registrations, Patent applications and Patent licenses, and all proceeds thereof, to secure the payment of the Liabilities:

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor does hereby grant to Grantee a continuing security interest in all of Grantor's right, title and interest in, to and under the following (all of the following items or types of property being herein collectively referred to as the "**Patent Collateral**"), whether presently existing or hereafter created or acquired:

- (1) each Patent, Patent registration and Patent application owned by Grantor, including, without limitation, the Intellectual Property Applications and Intellectual Property Registrations (together with any reissues, continuations or extensions thereof) relating to Patents and referred to in Schedule A annexed hereto, all patentable inventions and all of the inventions and improvements described and claimed therein;
- (2) each Patent license of which Grantor is the licensee; and
- (3) all products and proceeds of the foregoing, including, without limitation, any claim by Grantor against third parties for past, present or future infringement or dilution of any Patent or Patent registration including, without limitation, the Intellectual Property Applications and Intellectual Property Registrations relating to Patents and referred to in

Schedule A annexed hereto, all Intellectual Property Registrations issued with respect to the Intellectual Property Applications referred to in Schedule A and the Patents licensed under any Patent license.

This security interest is granted in conjunction with the security interests granted to Grantee pursuant to the Security Agreement and is not intended to increase the rights of Grantee or the obligations of Grantor beyond the rights and obligations contained in the Security Agreement. Grantor hereby acknowledges and affirms that the rights and remedies of Grantee with respect to the security interest in the Patent Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

[Remainder of page intentionally left blank; signature page follows.]

IN WITNESS WHEREOF, Grantor has caused this Patent Security Agreement to be duly executed by its duly authorized officer on the date first set forth above.

AUTOMATIC BAR CONTROLS, INC.

By: 

Name: Derek Watson

Title: Vice President

IN WITNESS WHEREOF, Grantor has caused this Patent Security Agreement to be duly executed by its duly authorized officer on the date first set forth above.

ANTARES CAPITAL CORPORATION

By: 

Name: Michael P. Kim

Title: Director

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