

# RECORDATION FORM COVER SHEET 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):

Confluence Holdings Corp.  
111 Kayaker Way  
Easley, South Carolina 29642

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

2. Name and address of receiving party(ies)

Name: : GMAC Commercial Finance LLC

Internal Address: \_\_\_\_\_

Street Address: 1290 Avenue of the Americas

City: New York State: NY Zip: 10104

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

3. Nature of conveyance:

- Assignment  Merger
- Security Agreement  Change of Name
- Other \_\_\_\_\_

Execution Date: March 5, 2009

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)  
See Attached Schedule A

B. Patent No.(s)  
See Attached Schedule A

Additional numbers attached?  Yes  No

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

Name: CT Lien Solutions

Internal Address: \_\_\_\_\_

Street Address: 187 Wolf Rd  
Ste 101

City: Albany State: NY ZIP 12205

6. Total number of applications and patents involved

8

7. Total fee (37 CFR 3.41) ..... \$ 320.00

Enclosed

Authorized to be charged to Credit card

8. Deposit account number:

Last 4 Digits - 5683  
Exp Date - 11/09

(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.*

Graig Solow

Name of Person Signing



Signature

March 6, 2009

Date

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

7

SCHEDULE A

Schedule A to a Patent Assignment of Security dated March 5, 2009, by and between  
Confluence Holding Corp. and GMAC Commercial Finance LLC, as Agent.

<u>APPLICATION OR PATENT NO.</u>	<u>ISSUE OR FILING DATE</u>	<u>TITLE</u>
7,063,034	6/20/2005	Spray Skirt for Self-Propelled Watercraft
7,004,100	2/28/2006	Canoe Gunwale
6,948,442	9/27/2005	Outlifting System for Personal Watercraft
6,874,442	4/5/2005	Kayak or Canoe Including a Coaming Having at Least One Support Bridge
6,736,084	5/18/2004	Adjustable Seat for Watercraft
[5,579,715]	12/31/1996	Mini Spray Skirt
[D391,916]	3/10/1998	Kayak (design)
[D400,155]	10/27/1998	Boat Handling Slots (design)

## PATENT ASSIGNMENT OF SECURITY INTEREST

WHEREAS, Confluence Holdings Corp., a corporation formed under the laws of Delaware, located at 111 Kayaker Way, Easley, South Carolina 29642 ("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 CF") and various other financial institutions (collectively, "Lenders") and GMAC CF as agent for Lenders ("Agent") pursuant to (i) a certain Amended and Restated Loan and Security Agreement, dated as of March 5, 2009, among Agent, Lenders, Borrower and the other credit parties named therein and (ii) a certain Patent Collateral Security Agreement, dated as of May 16, 2005, made by Borrower in favor of Agent for its benefit and the ratable benefit of Lenders (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.

[Remainder of Page Intentionally Left Blank]

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.

Dated: New York, New York  
March 5, 2009

CONFIDENCE HOLDINGS CORP.

By: 

Name: Jim Burwick  
Its: Chief Financial Officer,  
V.P. & Secretary

GMAC COMMERCIAL FINANCE LLC,  
as Agent

By: \_\_\_\_\_

Name: Robert J. Brandow  
Its: Director

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.

Dated: New York, New York  
March 5, 2009

CONFLUENCE HOLDINGS CORP.


By: \_\_\_\_\_  
Name:  
Its:

GMAC COMMERCIAL FINANCE LLC,  
as Agent

By: Robert J. Brandow  
Name: Robert J. Brandow  
Its: Director

STATE OF S.C. )  
 ) SS:  
COUNTY OF Pickens )

On this 4<sup>th</sup> day of March, 2009, before me personally came Jim Bennett, to me known, who, being by me duly sworn, did depose and say that s/he is the VP & C.F.O. of Confluence Holdings Corp., the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

  
\_\_\_\_\_  
Notary Public  
03/11-3-09

STATE OF NEW YORK )  
 ) SS:  
COUNTY OF NEW YORK )

On this \_\_\_ day of \_\_\_\_\_, 2009, before me personally came Robert J. Brandow, to me known, who, being by me duly sworn, did depose and say that he is the Director of GMAC Commercial Finance LLC, the company described in and which executed the foregoing instrument; and that he was authorized to sign his name thereto on behalf of said company.

\_\_\_\_\_  
Notary Public

STATE OF \_\_\_\_\_ )  
: ss.:  
COUNTY OF \_\_\_\_\_ )

On this \_\_\_\_ day of \_\_\_\_\_, 2009, before me personally came \_\_\_\_\_, to me known, who, being by me duly sworn, did depose and say that s/he is the \_\_\_\_\_ of Confluence Holdings Corp., the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

\_\_\_\_\_  
Notary Public

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

On this 5<sup>th</sup> day of March, 2009, before me personally came Robert J. Brandow, to me known, who, being by me duly sworn, did depose and say that he is the Director of GMAC Commercial Finance LLC, the company described in and which executed the foregoing instrument; and that he was authorized to sign his name thereto on behalf of said company.

Wynanda Rosenberg  
Notary Public

WYNANDA ROSENBERG  
NOTARY PUBLIC, State of New York  
No. 31-4519486  
Qualified in New York County  
Commission Expires March 30, 2010