

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Patents

CONVEYING PARTY DATA

Name	Execution Date
Theftord Corporation	05/26/2004

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Administrative Agent
Street Address:	101 N. Tryon Street
Internal Address:	15th Floor
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28255

PROPERTY NUMBERS Total: 34

Property Type	Number
Patent Number:	D583031
Patent Number:	D593187
Patent Number:	D579533
Patent Number:	7350886
Patent Number:	D564618
Patent Number:	D539397
Patent Number:	D537151
Patent Number:	D536076
Patent Number:	7097213
Patent Number:	7055920
Patent Number:	6352088
Application Number:	10540006
Application Number:	11448515
Application Number:	11404034

OP \$1360.00 D583031

Application Number:	11697768
Application Number:	11674847
Application Number:	11550600
Application Number:	11846925
Application Number:	12043531
Application Number:	12043565
Application Number:	12043608
Application Number:	12245051
Application Number:	11493248
Application Number:	11724433
Application Number:	12138138
Application Number:	10794594
Application Number:	29325987
Application Number:	12331976
Application Number:	61146453
Application Number:	12403583
Application Number:	61118878
Application Number:	29333675
Application Number:	29333678
Application Number:	29333679

CORRESPONDENCE DATA

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ATTORNEY DOCKET NUMBER:	017625-2644 JES
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 May 26, 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>	Description of Patent <u>Item</u>	Date of <u>Patent</u>
	See Schedule 1 attached hereto.	

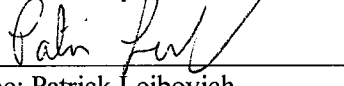
PATENT APPLICATIONS

<u>Patent Applications No.</u>	Description of Patent <u>Applied For</u>	Date of Patent <u>Applications</u>
	See Schedule 1 attached hereto.	

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,

THETFORD CORPORATION,
a Delaware corporation

By: 
Name: Patrick Leibovich
Title: Vice President

Acknowledged and Accepted:

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

By: _____
Name: _____
Title: _____

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,

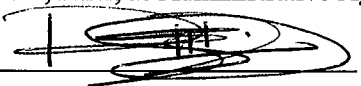
THETFORD CORPORATION,
a Delaware corporation

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

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

By: _____
Name: Randy S. Pino
Title: Officer



Schedule 1

**Thetford Corporation
(Delaware Corporation)**

U.S. Patents

Issued Patents

Description	Patent No.	Issued
TOILET	D583031	12/16/08
PUMP ASSEMBLY FOR A TOILET	D593187	05/26/09
TOILET	D579533	10/28/08
REFRIGERATION STORAGE BIN INCLUDING FLIP-TOP COVER	7350886	04/01/08
PORTABLE WASTE TRANSFER TANK	D564618	03/18/08
FLUSH TOILET	D539397	03/23/07
TOILET	D537151	02/20/07
SELF-CONTAINED, BENCH-TYPE SANITARY SYSTEM	D536076	01/30/07
LATCHING ARRANGEMENT FOR A REFRIGERATOR DOOR	7097213	08/29/06
REFRIGERATOR CABINET BREAKER ASSEMBLY	7055920	06/06/06
VEHICLE WASTEWATER DRAINAGE SYSTEM	6352088	03/05/02

Pending Applications

Description	Appl. No.	Filing Date
REDUCED WATER CONSUMPTION FLUSH TOILET	10540006 20080047053	11/14/06
FRAME ASSEMBLY FOR VEHICLE OPENING AND ASSOCIATED	11448515 20080007085	06/07/06
IN-LINE, ONE-WAY VALVE ASSEMBLY	11404034 20070240772	04/13/06
MACERATOR TOILET	11697768 20070240255	04/09/07
FLUSH TOILET ASSEMBLY	11674847 20070192951	02/14/07
FLUSH TOILET CONTROL SYSTEM AND RELATED METHOD	11550600 20070113330	10/18/06
CONTROL SYSTEM FOR A PLURALITY OF TOILETS AND RELATED	11846925 20080053532	08/29/07
PUMP ASSEMBLY WITH REVERSIBLE ONE-WAY VALVES	12043531 20080216905	03/06/08
FLUSH TOILET WITH FLEXIBLE WASTE ARM	12043565 20080216224	03/06/08
PUMP ASSEMBLY FOR A FLUSH TOILET WITH MODE SELECTOR	12043608 20080216225	03/06/08
DUAL DIAPHRAGM PUMP ASSEMBLY FOR A SANITATION SYSTEM	12245051 20090092505	10/03/08
WASTEWATER DISPOSAL MECHANISM FOR RECREATIONAL	11493248	07/26/06

Description	Appl. No.	Filing Date
	20080023090	
STORAGE MECHANISM FOR USE WITHIN RECREATIONAL VEHICLES	11724433	03/15/07
IN-PUMP GRAY WATER BYPASS SYSTEM	12138138 20090014079	06/12/08
VEHICLE WASTEWATER DRAINAGE SYSTEM	10794594	03/05/04
TOILET	29325987	10/09/08
WASTEWATER TANK STORAGE SYSTEM	12331976	12/10/08
RV SEWER DRAIN SYSTEM	61146453	01/22/09
DRAIN SYSTEM FOR A MOTOR VEHICLE	12403583	03/13/09
SEWER FITTING FOR AN RV DRAIN SYSTEM WITH ODOR CONTROL	61118878	12/01/08
DRAIN CONNECTOR	29333675	03/13/09
DRAIN ADAPTOR	29333678	03/13/09
HOSE FITTING	29333679	03/13/09