

MRO

11-13-2000



Form PTO-1594

RECORD

S. Department of Commerce

11.3.00

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Patent and Trademark Office

To: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies) thereof.

1. Name of conveying party(ies):
BLITZ DESIGN CORP.
 Individual(s) Association
 General Partnership Limited
 Corporation: Canada Partnership
 Other:
 Additional name(s) of conveying party(ies) attached?
 Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other Notice of Grant of Security Agreement

Execution Date: August 28, 2000

2. Name and address of receiving party(ies):
 Name: TCF NATIONAL BANK
 Internal Address:
 Street Address: 500 West Brown Deer Road
 City: Milwaukee State: WI Zip: 53217
 Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State
 Other
 If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from Assignment)
 Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)

75/709,216

 Additional numbers attached? Yes No

B. Trademark Registration No.(s)
1,441,374
2,075,936
2,216,602
2,267,804
 Additional numbers attached? Yes No

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

 Name: William K. Baxter
Godfrey & Kahn, S.C.
 Internal Address:
 Street Address: 780 North Water Street
 City: Milwaukee State: WI Zip: 53202

6. Total number of applications and registrations involved:.....[5]

 7. Total fee (37 CFR 3.41):\$140.00
 Enclosed
 Authorized to be charged to deposit account for any deficiencies
 8. Deposit account number: 07-1509
 (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.

William K. Baxter
Name of Person Signing

William K. Baxter
Signature

11/3/00
Date

Total number of pages including cover sheet, document, and attachments: [3]

**NOTICE OF GRANT OF SECURITY AGREEMENT
IN TRADEMARKS**

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Trademark Security Agreement dated as of August 28, 2000 (the "Security Agreement"), by BLITZ DESIGN CORP., a British Columbia company (the "Debtor") and TCF NATIONAL BANK, a national banking association (the "Secured Party"), the Debtor has granted to the Secured Party a continuing security interest in and continuing lien upon the trademark registrations and/or trademark applications listed in **Exhibit A**, hereto.

The Secured Party, hereby acknowledges that the security interest in the foregoing trademark registrations and/or trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark registrations or trademark applications.

Very truly yours,

TCF NATIONAL BANK

By: Paul Farrelly
Name: Paul Farrelly
Title: Vice President

Exhibit A

**UNITED STATES ISSUED TRADEMARKS, SERVICE MARKS
AND COLLECTIVE MEMBERSHIP MARKS**

MARK	COUNTRY	SERIAL NO./REG. NO.	FILING DATE/REG. DATE	STATUS
BLITZ POWER	US	75/709,216	05/19/99	Pending
DOUBLE ACTION	US	2,267,840	08/03/99	Registered
BREATH ALYZERS	US	2,216,602	01/05/99	Registered
BLITZ	US	2,075,936	07/01/97	Registered
BLITZ	US	1,441,374	06/02/87	Registered