FORM PTO-1618A Expires 06/30/99 OMB 0651-0027

11/24/ 01 FC: 11-25-1998



U.S. Department of Commerce Patent and Trademark Office TRADEMARK

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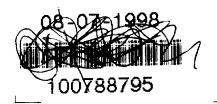
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Correspond	dent Name and Address Area Code and	Telephone Number 317-634	4-3456
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Address (line 2)	Bank One Center/Tower		
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Harold R.	. Woodard Thanal	A. R. Wrodais.	RP- E - 8
Name o	of Person Signing S	ignature	Date Signed

# NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

United States Patent and Trademark Office

#### Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of November 4, 1998 (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement") by and among the Grantors party thereto (each a "Grantor" and collectively, the "Grantors") and NBD Bank, N.A., as Agent (the "Agent") for its benefit and for the benefit of the "Holders of Secured Obligations" referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon the trademark shown below to the Agent for the ratable benefit of the Holders of Secured Obligations.

### **TRADEMARKS**

Trademark No.	<u>Trademark</u>	Date of Trademark Registration
1540892	Alamo Body & Paint	5/23/89

The undersigned Grantor and the Agent, on behalf of the Holders of Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademark (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 or trademark application.

Very truly yours,

ALAMO BODY & PAINT, INC.

Name: Kevin J. Martin

Title: Chief Financial Officer

Acknowledged and Accepted:

NBD BANK, N.A., as Agent

Name: Scott C. Morrison
Title: Vice President

**RECORDED: 11/17/1998**