

11-18-1999



101204478
TRADEMARKS ONLY

MP 11.15.99

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

Submission Type

New

Resubmission (Non-Recordation)
Document ID#

Correction of PTO Error
Reel # Frame #

Corrective Document
Reel # Frame #

Conveyance Type

Assignment License

Security Nunc Pro Tunc Assignment

Merger

Change of Name

Other

Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

Individual General Partnership Limited Partnership Association

Other

Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

11/17/1999 BNGUYEN 00000172 75626729

FOR OFFICE USE ONLY

01 EC:481
02 FC:482
Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

Domestic Representative Name and Address

Enter for the first Receiving Party Only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached
 Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text" value="75/626,729"/>	<input type="text" value="75/556,319"/>	<input type="text" value="75/554,788"/>	<input type="text" value="2,237,475"/>	<input type="text" value="2,064,087"/>	<input type="text" value="1,978,933"/>
<input type="text" value="75/561,951"/>	<input type="text" value="75/555,426"/>	<input type="text" value="75/254,733"/>	<input type="text" value="2,272,597"/>	<input type="text" value="2,111,132"/>	<input type="text" value="1,965,985"/>
<input type="text" value="75/556,320"/>	<input type="text" value="75/555,098"/>	<input type="text"/>	<input type="text" value="2,124,373"/>	<input type="text" value="2,019,756"/>	<input type="text" value="1,996,058"/>

Number of Properties Enter the total number of properties involved. #

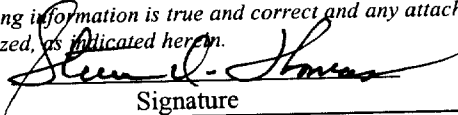
Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account
 Deposit Account (any deficiency)
 (Enter for payment by deposit account or if additional fees can be charged to the account.)
 Deposit Account Number: #
 Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Steven D. Thomas
Name of Person Signing


Signature

11/10/99
Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

Conveying Party **Mark if additional names of conveying parties attached**
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Trademark Application Number(s)

Registration Number(s)

1,923,595

1,897,530

1,893,630

1,930,829

1,931,985

1,887,928

1,886,080

1,931,984

1,893,629

1,889,928

1,905,003

1,860,411

1,925,118

1,931,967

1,926,360

2,065,353

1,821,382

1,926,359

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Trademark Application Number(s)

Registration Number(s)

1,870,515 1,449,734 1,351,746

1,785,961 1,472,311 1,251,666

1,763,700 1,436,944 1,251,133

1,737,652 1,414,255 1,219,143

1,773,588 1,404,945 1,130,423

1,655,890 1,446,426 881,942

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Trademark Application Number(s)

Registration Number(s)

842,430

165,697

772,313

557,893

557,891

540,027

535,589

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Please be advised that pursuant to the Security Agreement dated as of October 20, 1999 (the "Security Agreement") by and among the Credit Parties party thereto (each a "Credit Party" and collectively, the "Credit Parties") and Bank of America, N.A., as Collateral Agent (the "Collateral Agent") for the Lenders referenced therein (the "Lenders"), the undersigned Credit Party has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Collateral Agent for the ratable benefit of the Lenders:

TRADEMARKS

<u>Trademark Registration No.</u>	Description of Trademark <u>Item</u>	Date of <u>Trademark</u>
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See Exhibit A attached hereto and made a part hereof.

Trademark Applications


<u>Trademark Applications No.</u>	Description of Trademark <u>Applied For</u>	Date of Trademark <u>Applications</u>
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See Exhibit A attached hereto and made a part hereof.

The Credit Parties and the Collateral Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and 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 or trademark application.

Very truly yours,

KNOLL, INC.

By: 
Name: Douglas J. Purdom
Title: Senior Vice President
and Chief Financial Officer

Acknowledged and Accepted:

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


By: 
Name: Robert Klawinski
Title: Managing Director

Exhibit A**U.S. Trademarks****Registered Marks**

Mark	Registration No.	Registration Date
CURRENTS	2,237,475	4/6/99
DIVIDENDS	2,272,597	8/24/99
DISCUS	2,124,373	12/23/97
JR	2,064,087	5/20/97
BACKPACK	2,111,132	11/4/97
COUNTERFORCE	2,019,756	11/26/96
GOOD DESIGN IS GOOD BUSINESS	1,978,933	6/4/96
KNOLL. GOOD DESIGN IS GOOD BUSINESS	1,965,985	4/2/96
SALSA	1,996,058	8/20/96
KNOLL EXTRA	1,923,595	10/3/95
KNOLL EXTRA	1,930,829	10/31/95
KNOLL EXTRA	1,886,080	3/28/95
KNOLL EXTRA	1,889,928	4/18/95
KNOLL EXTRA	1,925,118	10/10/95
PROPELLER	2,065,353	5/27/97
KNOLL	1,897,530	6/6/95
SAGUARO CACTUS	1,931,985	10/31/95
TOOTHPICK CACTUS	1,931,984	10/31/95
PARACHUTE	1,905,003	7/11/95
SURF	1,931,967	10/31/95
KNOLL STUDIO	1,821,382	2/15/94
MAGNUSSON UPTOWN	1,893,630	5/9/95
MAGNUSSON MIDTOWN	1,887,928	4/4/95
MAGNUSSON DOWNTOWN	1,893,629	5/9/95
RUGBY	1,860,411	10/25/94
LITTLE DIPPER	1,926,360	10/10/95
BIG DIPPER	1,926,359	10/10/95
DECATHLON	1,870,515	12/27/94
DELIVERING INTELLIGENT WORKSPACES WORLDWIDE	1,785,961	8/3/93
EQUITY	1,763,700	4/6/93
CALIBRE	1,737,652	12/1/92
ORCHESTRA	1,773,588	5/25/93
BULLDOG	1,655,890	9/3/91

Mark	Registration No.	Registration Date
KNOLL	1,449,734	7/28/87
SYSTEM 6	1,472,311	1/12/88
LEATHERWEAVE	1,436,944	4/14/87
VOLANTE	1,414,255	10/21/86
SABRINA	1,404,945	8/12/86
SPINNEYBECK	1,446,426	7/7/87
KNOLL WALL	1,351,746	7/30/85
SPINNEYBECK and Design	1,251,666	9/20/83
SE and Design	1,251,133	9/13/83
ASD	1,219,143	12/7/82
TECHGRAIN	1,130,423	2/5/80
SMOKADOR (Stylized)	881,942	12/9/69
DUO-SYNCRO (Stylized)	842,430	1/16/68
BARCELONA	772,313	6/30/64
KNOLL INTERNATIONAL and Design	557,893	4/22/52
KNOLL (Stylized)	557,891	4/22/52
FIRE-FILE (Stylized)	540,027	3/27/51
"BUILT LIKE A SKYSCRAPER" and Design	535,589	1/2/51
SMOKADOR and Design	165,697	3/20/23

Pending Applications

Mark	Appl. Serial No.	Filing Date
FOG	75-626,729	1/25/99
EQUATOR	75-561,951	9/18/98
30 E (Stylized)	75-556,320	9/18/98
0 (Stylized)	75-556,319	9/18/98
30 W (Stylized)	75-555,426	9/18/98
STONES	75-555,098	9/18/98
LONGITUDE	75-554,788	9/17/98
REFF	75-254,733	3/10/97