

11-16-2000

Department of Commerce  
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TRADEMARK

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75-759958

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4/2000 NTHRII 0000397 75759958  
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**Trademark Application Number(s) or Registration Number(s)**  Mark if additional numbers attached  
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Trademark Application Number(s)

Registration Number(s)

<input type="text" value="75/759,958"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
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**Fee Amount** Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed  Deposit Account

Deposit Account

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**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

October 9, 2000  
Date Signed

NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Domestic Security Agreement dated as of August 31, 2000 (the "Domestic Security Agreement") by and among the Grantors party thereto (each an "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as Collateral Agent (the "Collateral Agent") for the holders of the Secured Obligations referenced therein, the undersigned Grantor 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 holders of the Secured Obligations:

TRADEMARKS

See attached schedule.

TRADEMARK APPLICATIONS

See attached schedule.

The Grantors and the Collateral Agent, on behalf of the holders of the Secured Obligations, 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 Domestic Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

ASTENJOHNSON, INC.,  
a Delaware corporation

By: Anthony Hardwood  
Name:  
Title:

Acknowledged and Accepted:

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

By: Henry Blackford 3rd  
Name:  
Title:

**AstenJohnson, Inc.**  
**(Delaware Corporation)**

**U.S. Trademark**

**Pending Application**

ASTENJOHNSON	75-759,958	7/26/99