

08-27-2002

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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings



U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): HP Intellectual Corp.

- Individual(s) Association General Partnership Limited Partnership Corporation-State Delaware 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 Interest

Execution Date: As of December 28, 2001

2. Name and address of receiving party(ies)

Name: Bank of America, N.A., as Agent

Internal

Address:

Street Address: 600 Peachtree Street, 5th Floor

City: Atlanta State: Ga Zip: 30308

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State

Other National Association

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) Please see the attached Exhibit B.

B. Trademark Registration No.(s) Please see the attached Exhibit A.

Additional number(s) attached Yes No

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

Name: J. Barrett Carter, Paralegal

Internal Address: Parker, Hudson, Rainer & Dobbs LLP

Street Address: 285 Peachtree Center Avenue Suite 1500

City: Atlanta State: Ga Zip: 30303

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41): \$ 90.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(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.

J. Barrett Carter Name of Person Signing

Signature

8-26-02 Date

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

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

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TRADEMARK REEL: 2569 FRAME: 0939

EXHIBIT A

<u>Trademark</u>	<u>Status</u>	<u>App. No.</u>	<u>Reg. No.</u>	<u>Country</u>
Electric Shock Protector	Registered	73/770710	1588326	U.S.
Setting Pretty	Registered	73/140183	1089633	U.S.

EXHIBIT B

<u>Trademark</u>	<u>Status</u>	<u>Application No.</u>	<u>Country</u>
Heat Xtreme	Pending	78/048480	U.S.

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of December 28, 2001 (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 Agent (the "Agent") for the Lenders referenced therein (the "Lenders"), the undersigned Credit Party has granted a continuing security interest in and continuing lien upon, the trademark registrations and trademark applications listed on Exhibits A and B hereto to the Agent for the ratable benefit of the Lenders.

HP Intellectual Corp. and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademark registrations 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 registration or trademark application.

Very truly yours,
HP Intellectual Corp.

By: 

Name: Barry E. Deutsch

Title: Vice-President

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Agent

By: 

Name: STUART A. HALL

Title: Vice President