

7-18-02

09-27-2002



102235856
TRADEMARK

FORM PTO-1594
(Rev. 03/01)

EET

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

OMB No. 0651-0027 (exp. 5/31/2002)

Resubm

Tab settings

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

1. Name of conveying party(ies): *7-18-02*
 Appliance Controls Group, Inc.
 84 North Dugan Road
 Sugar Grove, IL 60554 *9-27-02*

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State: DE
 Other

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
 Name: Transamerica Business Capital Corporation, as Agent
 Internal Address:
 Street Address: 555 Theodore Fremd Avenue
 City: Rye State: NY ZIP: 10580

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State *NY*
 Other

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

Execution Date: June 21, 2002

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)
 See Schedule A attached to Trademark Assignment of Security

B. Trademark Registration No.(s)
 See Schedule A attached to Trademark Assignment of Security

Additional numbers attached Yes No

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

6. Total number of applications and registrations involved: 12

RETURN TO:
FEDERAL RESEARCH CORP
400 SEVENTH STREET NW
SUITE 101
WASHINGTON DC 20004

7. Total Fee (37 CFR 3.41) \$
 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.

Loukia Harris *Loukia Harris* *July 15, 2002*
 Name of Person Signing Signature Date

Total number of pages including coversheet, attachments and document: 5

07/18/2002 6TON11 00000123 505688
 01 FC:481 40.00 OP
 02 FC:482 275.00 OP

Mail documents to be recorded with required coversheet information to:
 Commissioner of Patents & Trademarks, Box Assignments
 Washington, DC 20231

14639/2
 07/11/2002 1235282.01

TRADEMARK
 REEL: 002589 FRAME: 0074

SCHEDULE A

Mark	Application Date	Registration Date	Registration Number
Harper	3/13/47	1/18/49	505,688
H – in a Circle	3/8/47	1/18/49	505,687
Alltrol	7/5/47	1/25/49	505,934
Alltrol Center Simmer & Design	12/29/51	3/10/53	571,640
Oven-Matic	10/3/58	6/16/59	680,424
Frame Selector	3/8/60	9/4/62	737,332
All-Temp	10/29/63	1/3/67	821,615
H-W Logo	6/3/66	6/4/68	850,227
Kool-Lite gas	4/7/75	1/6/76	1,029,245
Dedicated to Quality	8/13/92	4/3/84	1,273,150
Pro-Stat	5/19/83	6/5/84	1,280,590
E*G	6/17/94	9/10/96	2,000,271

TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, Appliance Controls Group, Inc., a corporation formed under the laws of Delaware, located at 84 North Dugan Road, Sugar Grove, Illinois 60554 ("Borrower"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Borrower is obligated to Transamerica Business Capital Corp. ("TBCC") and various other financial institutions (collectively, "Lenders") and TBCC as agent for Lenders ("Agent") pursuant to (i) a certain Loan and Security Agreement, dated as of the date hereof, among Agent, Lenders and Borrower and (ii) a certain Trademark Collateral Security Agreement, dated as of the date hereof, made by Borrower in favor of Agent (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, Borrower is granting to Agent for its benefit and for the ratable benefit of Lenders a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Borrower does hereby assign unto Agent for its benefit and for the ratable benefit of Lenders and grant to Agent for its benefit and for the ratable benefit of Lenders a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

Borrower expressly acknowledges and affirms that the rights and remedies of Agent and Lenders with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: June 21, 2002

Witness:

Gevali Cadral

APPLIANCE CONTROLS GROUP, INC.

By: Harrison R. Horan

Name: Harrison R. Horan

Title: President

Witness:

Michael S. Burns

TRANSAMERICA BUSINESS CAPITAL CORPORATION, as Agent

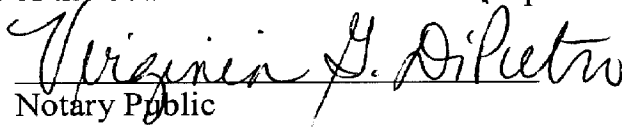
By: Michael S. Burns

Name: Michael S. Burns

Title: SVP

STATE OF NEW YORK)
 : ss.:
COUNTY OF NEW YORK)

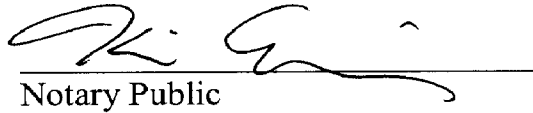
On this 20 day of June, 2002, before me personally came Harrison R. Horan, to me known, who, being by me duly sworn, did depose and say that he is the President of Appliance Controls Group, Inc., the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by order of the board of directors of said corporation.


Notary Public

VIRGINIA G. DIPIETRO
Notary Public, State of New York
No. 01D16002192
Qualified in Richmond County
Commission Expires 2/2/2006

STATE OF NEW YORK)
 : ss.:
COUNTY OF NEW YORK)

On this 21 day of June, 2002, before me personally came Michael S. Burns, to me known, who, being by me duly sworn, did depose and say that s/he is the SVP of Transamerica Business Capital Corporation, the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of said corporation.


Notary Public

KEVIN MICHAEL EISENBERG
NOTARY PUBLIC, State of New York
No. 02E16026694
Qualified in Kings County
Commission Expires July 19, 2005