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

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

1. Name of conveying party(ies): Frederick Manufacturing Corporation 4840 E. 12th Street Kansas City, MO 64127

11-4-02

2. Name and address of receiving party(ies) Name: Bank of America, N.A., as Administrative Agent Internal Address: Street Address: 101 North Tryon Street City: Charlotte State: NC Zip: 282

OFFICE OF PUBLIC RECORDS 2002 NOV -4 AM 10:29 FINANCE SECTION

3. Nature of conveyance: [ ] Assignment [ ] Merger [ ] Security Agreement [ ] Change of Name [ ] Other Notice of Grant of Security Interest Execution Date: August 19, 1999

4. Application number(s) or registration number(s): A. Trademark Application No.(s) SEE ATTACHED SCHEDULE B. Trademark Registration No.(s) SEE ATTACHED SCHEDULE

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Steven D. Thomas Internal Address: Moore & Van Allen, PLLC Street Address: 2200 West Main Street Suite 800 City: Durham State: NC Zip: 27713

6. Total number of applications and registrations involved: 03 7. Total fee (37 CFR 3.41): \$ 90.00 [ ] Enclosed [ ] Authorized to be charged to deposit account 8. Deposit account number: 50-2316

11/07/2002 BYRNE 00000229 788710 01 FC:8521 02 FC:8522 9. Signature. 40.00 OP 50.00 OP Steven D. Thomas Name of Person Signing

DO NOT USE THIS SPACE Signature: [Handwritten Signature] Date: November 4, 2002

Total number of pages including cover sheet, attachments, and document: 04 Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 002612 FRAME: 0919

**Exhibit A**

**Frederick Manufacturing Corporation**

**U.S. Trademarks**

**Registered Marks**

Mark	Registration No.	Registration Date
SILVER STREAK and Design	788710	4/27/65

**Pending Applications**

Mark	Appl. Serial No.	Filing Date
PASSPORT	75-831493	10/25/99
SILVER STREAK	75-756637	7/19/99

NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Non-Shared Guarantee and Collateral Agreement dated as of August 19, 1999 (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement") by and among the grantors thereto (each a "Grantor" and, collectively, the "Grantors") and Bank of America, N.A., as administrative agent (the "Administrative Agent") for the lenders referenced therein (the "Lenders"), the undersigned Grantor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Administrative Agent for the benefit of the Lenders:

TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark</u>	<u>Date of Trademark</u>
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See Exhibit A attached hereto.

TRADEMARK APPLICATIONS

<u>Trademark Application No.</u>	<u>Description of Trademark Applied For</u>	<u>Date of Trademark Application</u>
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See Exhibit A attached hereto.

The Grantors and the Administrative 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.

**FREDERICK MANUFACTURING CORPORATION**

By: Richard W. Emery III  
Name: Richard W. Emery, III  
Title: Vice President

Acknowledged and Accepted:

**BANK OF AMERICA, N.A.,**  
As Administrative Agent

By: Julie A. Smith  
Name: Julie A. Smith  
Title: SVP

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