

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	SECURITY INTEREST
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Stolle Machinery Company, LLC		01/09/2004	Limited Liability Company:

RECEIVING PARTY DATA	
Name:	GMAC Commercial Finance LLC
Street Address:	1290 Avenue of the Americas
Internal Address:	Third Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10104
Entity Type:	Limited Liability Company:

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	1997379	TRIAD

CORRESPONDENCE DATA	
Fax Number:	(202)298-7570
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	(202) 625-3538
Email:	allen.rose@kmzr.com
Correspondent Name:	Katten Muchin Zavis Rosenman
Address Line 1:	1025 Thomas Jefferson Street, N.W.
Address Line 2:	East Lobby, Suite 700
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20007

ATTORNEY DOCKET NUMBER:	320310-00005
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NAME OF SUBMITTER:	Allen Rose
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Total Attachments: 4
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TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS Stolle Machinery Company, LLC, a limited liability company formed under the laws of Delaware, located at 6949 S. Potomac Street, Englewood, Colorado (“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 GMAC Commercial Finance LLC (“GMAC”) and various other financial institutions (collectively, “Lenders”) and GMAC as agent for Lenders (“Agent”) pursuant to (i) a certain Loan and Security Agreement, dated the date hereof, among Agent, Lenders and Borrower and (ii) a certain Trademark Collateral Security Agreement, dated 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.


[SIGNATURE PAGE FOLLOWS]

Dated: New York, New York
January 9, 2004


Witness:



Witness:




STOLLE MACHINERY COMPANY, LLC
By: AIP/SMC Holdings, Inc., its Managing
Member

By: 

Name: Dino Cusumano
Its: secretary

GMAC COMMERCIAL FINANCE, as Agent

By: 

Name: Steven W. Dempsey
Its: Vice President

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

On the 9th day of January, 2004, before me personally came Dino Cusumano, to me known, who being by me duly sworn, did depose and say that s/he is the Secretary of AIP/SMC Holdings, Inc., the Managing Member of Stolle Machinery Company, LLC, the limited liability company described in and which executed the foregoing instrument; and that s/he was authorized to sign her/his name thereto.

Francella H. Ashby

Notary Public
FRANCELLA H. ASHBY
Notary Public, State Of New York
No. 01AS5053925
Qualified In New York County
Commission Expires Jan. 2, 2006

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

On this 9th day of January, 2004, before me personally came Steven W. Dempsey, to me known, who, being by me duly sworn, did depose and say that s/he is the Vice President of GMAC Commercial Finance LLC, the company described in and which executed the foregoing instrument; and that s/he was authorized to sign her/his name thereto on behalf of said company.

Francella H. Ashby
Notary Public

FRANCELLA H. ASHBY
Notary Public, State Of New York
No. 01AS5053925
Qualified In New York County
Commission Expires Jan. 2, 2006

Matter ID Status App Date App No. Reg Date Reg No. Renewal

Expires

Registered 04/18/1994 74/513,797 08/27/1996 1,997,379 08/27/2006

08/27/2006

Mark: Triad
Country: United States
Class: IN 7