

06-28-2004

6/28-104

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
Tab settings ⇨ ⇨ ⇨ ▼



102778207

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):
UNILOY MILACRON U.S.A. INC.

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

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

2. Name and address of receiving party(ies)
Name: U.S. BANK NATIONAL ASSOCIATION
Internal
Address: _____
Street Address: 425 WALNUT STREET
City: CINCINNATI State: OH Zip: 45202

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

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

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

Execution Date: JUNE 10, 2004

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
PLEASE SEE ATTACHED SCHEDULE 1A.

B. Trademark Registration No.(s)
PLEASE SEE ATTACHED SCHEDULE 1A.

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Penelope Agodoa
Internal Address: Federal Research Corporation

Street Address: 1030 15th Street, NW
Suite 920
City Washington State: DC Zip: 20005

6. Total number of applications and registrations involved: 21

7. Total fee (37 CFR 3.41).....\$ 570⁰⁰
 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.

Angela Cioffi

Name of Person Signing

Signature

6/16/2004

Date

Total number of pages including cover sheet, attachments, and document: 1

06/28/2004 LNUELLER 00000009 514493

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

01 FC:8521 40.00-OP
02 FC:8522 500.00-OP

06/28/2004 LNUELLER 00000010 2250287 10.00-OP 500.00-OP 01 FC:8521 02 FC:8522

TRADEMARK
REEL: 002998 FRAME: 0312

SCHEDULE 1A
TRADEMARK SECURITY AGREEMENT

Page 1 of 1

TRADEMARK LICENSES

Owner Uniloy Milacron USA Inc. (UMU)

Country	Trademark	Registration No.	Registration Date	Application No.	Date Filed	Owner
Brazil	AUTOJECTORS			819991945	7/28/1997	UMU
Canada	AUTOJECTORS	514493	8/16/1997	849954	7/7/1997	UMU
Canada	AUTOJECTORS	510745	4/13/1999	809257	9/4/1996	UMU
Germany	AUTOJECTORS	39732196.1	6/22/1998	39732196.1	7/10/1997	UMU
India	AUTOJECTORS				7/8/1997	UMU
Mexico	AUTOJECTORS	558984	9/25/1997	302940	7/31/1997	UMU
United States of America	ACS (CL)					UMU
United States of America	AJ (CL)					UMU
United States of America	ALLIANCE	2250287	6/1/1999	75/308404	6/13/1997	UMU
United States of America	APEX (CL)					UMU
United States of America	ATLAS (CL)					UMU
United States of America	AUTOBLOW	1318925	2/12/1985	73/446620	10/5/1983	UMU
United States of America	AUTOJECTORS	2104613	10/14/1997	75/003199	10/10/1995	UMU
United States of America	AUTOJECTORS	2172497	7/14/1998	75/233729	1/30/1997	UMU
United States of America	BA SERIES (CL)					UMU
United States of America	CYCLONE (CL)					UMU
United States of America	ECLIPSE (CL)					UMU
United States of America	ELEKTRA	1912253	8/15/1995	501735	3/18/1994	UMU
United States of America	EVOLUTION	2559906	4/9/2002	75/940796	3/9/2000	UMU
United States of America	EXTRUSIONTEK MILACRON			75/883769	12/28/1999	UMU
United States of America	HC SERIES (CL)					UMU
United States of America	IMACS (CL)					UMU
United States of America	MAGNA	2075199	7/1/1997	75/044405	1/16/1996	UMU
United States of America	MASTERCRIMP (CL)					UMU
United States of America	MAXIMA (CL)					UMU
United States of America	MELTSTAR (CL)					UMU
United States of America	MOBIUS DESIGN	1497424	7/26/1988	641035	1/23/1987	UMU
United States of America	PAK	1824101	3/1/1994	74/335045	11/27/1992	UMU
United States of America	PINNACLE (CL)					UMU
United States of America	POWERLINE (CL)					UMU
United States of America	POWERMELT	2789384	12/2/2003	76/322708	10/9/2001	UMU
United States of America	PROWLER	2215353	12/29/1998	75/286226	5/5/1997	UMU
United States of America	RHB	1399203	7/1/1986	557945	9/12/1985	UMU
United States of America	RHB SYSTEM 2000	1426264	1/27/1987	557944	9/12/1985	UMU
United States of America	SENTRY	2308942	1/18/2000	75/566955	10/8/1998	UMU
United States of America	SERVTEK	2488519	9/11/2001	75/704313	5/13/1999	UMU
United States of America	SPECTRA (CL)					UMU
United States of America	SPLIT SCREENS (CL)					UMU
United States of America	THERMAWAV	1317645	2/5/1985	444029	9/16/1984	UMU
United States of America	TIMBER-EX			76/417643	6/3/2002	UMU
United States of America	TRACKER (CL)					UMU
United States of America	TV SERIES (CL)					UMU
United States of America	VECTOR	1939024	11/28/1995	74/499854	3/4/1994	UMU
United States of America	VERTEX	2605509	8/6/2002	76/036347	4/28/2000	UMU
United States of America	VISTA (CL)					UMU
United States of America	VISTAGUARD (CL)					UMU
United States of America	WOLFPACK	2472740	7/31/2001	75/660951	3/15/1999	UMU

IP SECURITY AGREEMENT

TRADEMARK SECURITY AGREEMENT

TRADEMARKS

TRADEMARK SECURITY AGREEMENT ("Agreement"), dated June 10, 2004, is made by Uniloy Milacron U.S.A. Inc., a Michigan corporation, located at 10495 Highway M52, Manchester, MI 48158 (the "Assignor") in favor of U.S. Bank National Association, a national banking association, located at 425 Walnut Street, Cincinnati, Ohio 45202, as Collateral Agent (in such capacity, together with any permitted successors and assigns, "Assignee"). Capitalized terms used in this Agreement and not defined herein have the meanings set forth for such terms in the Security Agreement (as hereinafter defined).

WHEREAS, Assignor is the applicant or registrant for the trademarks and service marks listed on the annexed Schedule 1A hereto, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Assignor has entered into a Security Agreement, dated June 10, 2004, among Assignor and the other grantors signatory thereto, and Assignee (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement");


WHEREAS, pursuant to the Security Agreement, as collateral security for all of the Obligations, Assignor has pledged and assigned to Assignee, and granted to Assignor, for the benefit of the Agents and the Lenders (as such terms are defined in the Security Agreement) a continuing security interest in the Trademarks, together with, among other things, the goodwill of the business symbolized by and associated with the Trademarks and the applications and registrations thereof, and all proceeds thereof (the "Collateral");

NOW, THEREFORE, in consideration of the premises and agreements made herein and in the Security Agreement, as collateral security for all of the Obligations, Assignor hereby pledges and assigns to the Assignee, and grants to the Assignee, for the benefit of the Agents and the Lenders, a continuing security interest in the Collateral.

Assignor does hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, the Assignor has caused this Agreement to be executed and delivered by its officer thereunto duly authorized as of the date above first written.

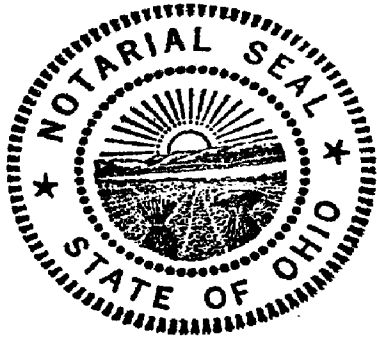
UNILOY MILACRON U.S.A. INC.,

By: 
Name: R. P. Lienesch
Title: Treasurer

SS.:

COUNTY OF HAMILTON

On this 8th day of June, 2004, before me personally came R. P. Lienesch to me known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that he is the Treasurer of Uniloy Milacron U.S.A. Inc., a Michigan corporation, and that he executed the foregoing instrument in the firm name of Uniloy Milacron U.S.A. Inc., and that he had authority to sign the same, and he acknowledged to me that he executed the same as the act and deed of said firm for the uses and purposes therein mentioned.



M. Michelle Bevan

P. MICHELLE BEVAN, Attorney at Law
NOTARY PUBLIC - STATE OF OHIO
My Commission has no expiration
date. Section 147.03 O.R.C.

SCHEDULE 1A TO TRADEMARK SECURITY AGREEMENT

(Please see attached)

SCHEDULE 1A
TRADEMARK SECURITY AGREEMENT

Page 1 of 1

TRADEMARK LICENSES

Owner Uniloy Milacron USA Inc. (UMU)

Country	Trademark	Registration No.	Registration Date	Application No.	Date Filed	Owner
Brazil	AUTOJECTORS			819991945	7/28/1997	UMU
Canada	AUTOJECTORS	514493	8/16/1997	849954	7/7/1997	UMU
Canada	AUTOJECTORS	510745	4/13/1999	809257	9/4/1996	UMU
Germany	AUTOJECTORS	39732196.1	6/22/1998	39732196.1	7/10/1997	UMU
India	AUTOJECTORS				7/8/1997	UMU
Mexico	AUTOJECTORS	558984	9/25/1997	302940	7/31/1997	UMU
United States of America	ACS (CL)					UMU
United States of America	AJ (CL)					UMU
United States of America	ALLIANCE	2250287	6/1/1999	75/308404	6/13/1997	UMU
United States of America	APEX (CL)					UMU
United States of America	ATLAS (CL)					UMU
United States of America	AUTOBLOW	1318925	2/12/1985	73/446620	10/5/1983	UMU
United States of America	AUTOJECTORS	2104613	10/14/1997	75/003199	10/10/1995	UMU
United States of America	AUTOJECTORS	2172497	7/14/1998	75/233729	1/30/1997	UMU
United States of America	BA SERIES (CL)					UMU
United States of America	CYCLONE (CL)					UMU
United States of America	ECLIPSE (CL)					UMU
United States of America	ELEKTRA	1912253	8/15/1995	501735	3/18/1994	UMU
United States of America	EVOLUTION	2559906	4/9/2002	75/940796	3/9/2000	UMU
United States of America	EXTRUSIONTEK MILACRON			75/883769	12/28/1999	UMU
United States of America	HC SERIES (CL)					UMU
United States of America	IMACS (CL)					UMU
United States of America	MAGNA	2075199	7/1/1997	75/044405	1/16/1996	UMU
United States of America	MASTERCRIMP (CL)					UMU
United States of America	MAXIMA (CL)					UMU
United States of America	MELTSTAR (CL)					UMU
United States of America	MOBIUS DESIGN	1497424	7/26/1988	641035	1/23/1987	UMU
United States of America	PAK	1824101	3/1/1994	74/335045	11/27/1992	UMU
United States of America	PINNACLE (CL)					UMU
United States of America	POWERLINE (CL)					UMU
United States of America	POWERMELT	2789384	12/2/2003	76/322708	10/9/2001	UMU
United States of America	PROWLER	2215353	12/29/1998	75/286226	5/5/1997	UMU
United States of America	RHB	1399203	7/1/1986	557945	9/12/1985	UMU
United States of America	RHB SYSTEM 2000	1426264	1/27/1987	557944	9/12/1985	UMU
United States of America	SENTRY	2308942	1/18/2000	75/566955	10/8/1998	UMU
United States of America	SERVTEK	2488519	9/11/2001	75/704313	5/13/1999	UMU
United States of America	SPECTRA (CL)					UMU
United States of America	SPLIT SCREENS (CL)					UMU
United States of America	THERMAWAV	1317645	2/5/1985	444029	9/16/1984	UMU
United States of America	TIMBER-EX			76/417643	6/3/2002	UMU
United States of America	TRACKER (CL)					UMU
United States of America	TV SERIES (CL)					UMU
United States of America	VECTOR	1939024	11/28/1995	74/499854	3/4/1994	UMU
United States of America	VERTEX	2605509	8/6/2002	76/036347	4/28/2000	UMU
United States of America	VISTA (CL)					UMU
United States of America	VISTAGUARD (CL)					UMU
United States of America	WOLFPACK	2472740	7/31/2001	75/660951	3/15/1999	UMU

[[2399354v2]]

RECORDED: 06/25/2004

TRADEMARK
REEL: 002998 FRAME: 0318