

06-28-2004

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

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 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: 2

7. Total fee (37 CFR 3.41) \$ 65.00

- 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.

Angela Cioffi

Name of Person Signing

Signature

6/16/2004

Date

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

06/28/2004 LMUELLER 00000011 845868

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

01 FC:8521 02 FC:8522

40.00 DP 25.00 DP

TRADEMARK REEL: 002998 FRAME: 0337

SCHEDULE 1A
TRADEMARK SECURITY AGREEMENT

Page 1 of 1

Trademarks

Owner Uniloy Milacron Inc. (UMI)

Country	Trademark	Registration No.	Registration Date	Application No.	Date Filed	Owner
Australia	UNILOY	<u>317946</u>	5/5/1978			UMI
Australia	UNILOY	318712	5/30/1978			UMI
Benelux	UNILOY	468861	6/16/1990	733046	8/16/1989	UMI
Brazil	UNILOY	818228563	10/8/1996			UMI
Canada	UNILOY	374283	10/12/1990	63827300	8/14/1989	UMI
France	UNILOY	1547923	8/23/1989	150839	8/23/1989	UMI
Germany	UNILOY	893051	5/3/1972	341707WZ	3/20/1970	UMI
Ireland	UNILOY	133826	8/18/1989			UMI
Italy	UNILOY	581853	11/27/1992	1744590	2/7/1990	UMI
Italy	UNILOY	559332	2/3/1992	23726C/89	8/25/1989	UMI
Japan	UNILOY	2409024	4/30/1992	H01-094011	8/18/1989	UMI
Mexico	UNILOY			72405	9/27/1989	UMI
New Zealand	UNILOY	124080	6/14/1979			UMI
United Kingdom	UNILOY	954873	3/20/1972	954873	2/10/1970	UMI
United Kingdom	UNILOY	956076	3/3/1970	956076	3/3/1970	UMI
United States of America	COMEC (CL)					UMI
United States of America	INDU TECHNO SPOL (CL)					UMI
United States of America	MORETTI (CL)					UMI
United States of America	MS (CL)					UMI
United States of America	PLASTIC USA (CL)					UMI
United States of America	RECIP (CL)					UMI
United States of America	RECIP 2000 (CL)					UMI
United States of America	SPRINGFIELD (CL)					UMI
United States of America	UNILOY	845868	3/12/1968	72/164214	2/8/1967	UMI
United States of America	VERSAPET	2626003	9/24/2002	76/051552	5/18/2000	UMI

IP SECURITY AGREEMENT

TRADEMARK SECURITY AGREEMENT

TRADEMARKS

TRADEMARK SECURITY AGREEMENT ("Agreement"), dated June 10, 2004, is made by Uniloy Milacron Inc., a Delaware corporation, located at 5550 Occidental Highway, Tecumseh, MI 49286 (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");

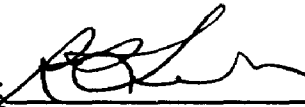
WHEREAS, pursuant to the Security Agreement, as collateral security for all of the Obligations, Assignor has pledged and assigned to Assignee, and granted to Assignor, for the benefit of the Agents and the Lenders (as such terms are defined in the Security Agreement) a continuing security interest in 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 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 Inc., a Delaware corporation, and that he executed the foregoing instrument in the firm name of Uniloy Milacron 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.



Michelle Bevan

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)

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