

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/30/2008)

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

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

23507-33

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

Hamilton Beach Brands, Inc.
(fka Hamilton Beach/Proctor-Silex, Inc.)

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

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance / Execution Date(s):

Execution Date(s) 4/14/08

- Assignment
- Security Agreement
- Other Interest in Trademarks
- Merger
- Change of Name

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: Laura Konrath

Internal Address: Winston & Strawn LLP

Street Address: 35 W. Wacker Dr.

City: Chicago

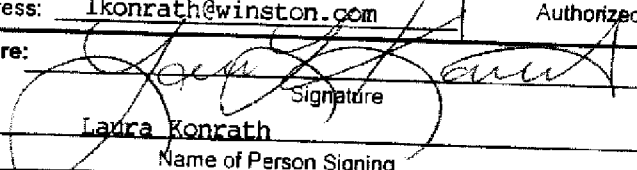
State: IL Zip: 60601

Phone Number: 312-558-6352

Fax Number: 312-558-5700

Email Address: lkonrath@winston.com

9. Signature:


Signature
Name of Person Signing Laura Konrath

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$40

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 232428
Authorized User Name Laura Konrath

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

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CH \$40.00 232428 3334249

Continuation
Item 4

CPI Trademark System Web Access Module / Akin Gump Strauss Hauer & Feld LLP - Trademark Status List Report

Page 1 of 1

Trademark Status Report By Trademark

Page: 1

Trademark	Client/Matter #/Subcase Country Name	Status Client	Application Number/Date	Registration Number/Date	Last Renewal Next Renewal
MIXIN CHILL	210489.1305 / United States of America	Registered Hamilton Beach Brands, Inc.	77125.611 08-Mar-2007	3,334,249 13-Nov-2007	13-Nov-2017

Outstanding Action(s)
 Section 8 & 15 Due - 5th year
 Section 8 & 15 Due - 6th year
 First Renewal

1

<https://extranet.accessakingump.com/Trademarks/rpt/TrademarkStatus.asp?sProcessForm=pt/TrademarkStatus&sMainSrc=pt/TrademarkS...> 2/20/2008

4/14/08

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement, dated as of May 31, 2007 (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement"), by and among Hamilton Beach Brands, Inc. (f/k/a Hamilton Beach/Proctor-Silex, Inc.), the other Obligor party thereto (each an "Obligor" and collectively, the "Obligors") and UBS AG, STAMFORD BRANCH, as administrative agent (the "Agent") for the lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Agent for the benefit of the Lenders:

TRADEMARKS

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

TRADEMARK APPLICATIONS

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

The Obligors and the 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.

Very truly yours,

HAMILTON BEACH BRANDS, INC.
(f/k/a Hamilton Beach/Proctor-Silex, Inc.)

By: [Signature]
Name: JAMES H. FAYAL
Title: VP, COO & TREASURER

Acknowledged and Accepted:

UBS AG, STAMFORD BRANCH,
as Agent

By: _____
Name: _____
Title: _____

By: _____
Name: _____
Title: _____

The Obligors and the 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.

Very truly yours,

HAMILTON BEACH BRANDS, INC.
(f/k/a Hamilton Beach/Proctor-Silex, Inc.)

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

UBS AG, STAMFORD BRANCH,
as Agent

By: *David B. Julie*
Name: _____ David B. Julie
Title: _____ Associate Director
Banking Products
Services, US

By: *Mary E. Evans*
Name: _____ Mary E. Evans
Title: _____ Associate Director
Banking Products
Services, US

Trademark Status Report By Trademark

Page: 1

Trademark	Client/Matter #/Subcase Country Name	Status Client	Application Number/Date	Registration Number/Date	Last Renewal Next Renewal
MIXIN CHILL	210499.1305 / United States of America	Registered Hamilton Beach Brands, Inc.	77725811 08-Mar-2007	3,334,249 13-Nov-2007	13-Nov-2017
Class/Type: 07 Int.					
Outstanding Action(s)					
Section 8 & 15 Due - 5th year 13-Nov-2012					
Section 8 & 15 Due - 6th year 13-Nov-2013					
First Renewal 13-Nov-2017					

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April 17, 2008

VIA TELECOPIER

U.S. Patent & Trademark Office
Assignment Division
Box Assignments
1213 Jefferson Davis Hwy.
Suite 320
Washington, DC 20231

Re: Client #83507/33 – UBS/Hamilton

Dear Commissioner:

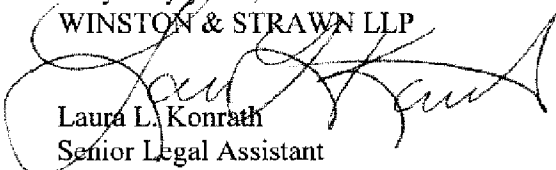
Enclosed is a Notice of Grant of Security Interest in Trademarks. Please file the enclosed with the Trademark Assignment Department of the U.S. Patent and Trademark Office.

Please deduct \$40 from Deposit Account #232428. When the filing process is completed, please send the file-stamped document to:

Fax to Laura Konrath c/o Winston & Strawn (312) 558-5700 or send via email to lkonrath@winston.com

Should you require any additional information, please do not hesitate to call.
Thank you for your attention to this matter.

Very truly yours,
WINSTON & STRAWN LLP


Laura L. Konrath
Senior Legal Assistant

LLK:cl
Enclosures