

Form PTO-1594 (Rev. 11/08)
OMB Collection 0651-0027 (exp. 12/31/2008)

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

RECORDATION FORM COVER SHEET

TRADEMARKS ONLY 83507-33

3

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.

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

Citizenship (see guidelines) _____
Additional names of conveying parties attached? Yes No

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

Execution Date(s) November 18, 2008

- Assignment Merger
- Security Agreement Change of Name
- Other Supplement to Security Agreement

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: UBS AG, Stamford Branch, as agent

Internal Address: _____

Street Address: 677 Washington Blvd.

City: Stamford

State: CT

Country: USA Zip: 06901

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship _____
- Other _____ Citizenship _____

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)

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)

3,481,397

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

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00

- Authorized to be charged to deposit account
- Enclosed

8. Payment Information

b. Deposit Account Number 232428

Authorized User Name Laura Konrath

9. Signature:

Laura Konrath

Signature

Date

Name of Person Signing

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

American LegalNet, Inc.
www.USCourtForms.com

CH \$40.00 232428 3481397

Continuation Item 1

Hamilton Beach, Inc.

pledges, hypothecates and transfers to Secured Party, for itself and the benefit of the other Lenders, a lien upon all of its right, title and interest in, to and under the Additional Intellectual Property, together with all proceeds, tort claims, insurance claims and other rights to payments not otherwise included in the foregoing and products of the foregoing and all accessions to, substitutions and replacements for, and rents and profits of, any of the foregoing.

3. Effect upon Security Agreement. All references in the Credit Agreement and the other Credit Documents to the Security Agreement shall be deemed to refer to the Security Agreement as supplemented hereby. This Supplement does not evidence a termination of the granting of the liens contained in the Security Agreement. The liens granted pursuant to the Security Agreement as in effect prior to the date hereof shall remain in full force and effect and shall be continuing in all respects.

4. Governing Law. THIS SUPPLEMENT SHALL BE GOVERNED BY THE LAWS OF THE STATE OF NEW YORK (WITHOUT GIVING EFFECT TO ITS CONFLICTS OF LAW RULES).

5. Counterparts. This Supplement may be executed in any number of several counterparts, each of which shall be deemed an original but all of which together shall constitute one and the same instrument. A counterpart signature page to this Supplement delivered by fax or "pdf" transmission shall be as effective as delivery of an originally executed counterpart.

6. Reviewed by Attorneys. Each Obligor represents and warrants to Secured Party and Lenders that it (a) understands fully the terms of this Supplement and the consequences of the execution and delivery of this Supplement, (b) has been afforded an opportunity to have this Supplement reviewed by, and to discuss this Supplement and the documents executed in connection herewith, with such attorneys and other persons and advisors as such Obligor may wish, and (c) has entered into this Supplement and executed and delivered all documents in connection herewith of its own free will and accord and without threat, duress or other coercion of any kind by any Person. The parties hereto acknowledge and agree that neither this Supplement nor any of the other documents executed pursuant hereto shall be construed more favorably in favor one party over the other based upon which party drafted the same, it being acknowledged that all parties hereto contributed substantially to the negotiation and preparation of this Supplement and the other documents executed pursuant hereto or in connection herewith.

[Signature Page Follows]

IN WITNESS WHEREOF, each of the parties hereto has caused this Supplement to be executed and delivered by its duly authorized officer as of the date first set forth above.

HAMILTON BEACH BRANDS, INC.
(f/k/a Hamilton Beach/Procter-Silex, Inc.),
as an Obligor

By: [Signature]
Name: JAMES H. TAYLOR
Title: VP, CFO & TREASURER

HAMILTON BEACH, INC.,
as an Obligor

By: [Signature]
Name: JAMES H. TAYLOR
Title: VP, CFO & TREASURER

UBS AG, STAMFORD BRANCH,
as Secured Party

By: _____
Name: _____
Title: _____

By: _____
Name: _____
Title: _____

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HAMILTON BEACH BRANDS, INC.
(f/k/a Hamilton Beach/Procter-Silex, Inc.),
as an Obligor

By: _____
Name: _____
Title: _____

HAMILTON BEACH, INC.,
as an Obligor

By: _____
Name: _____
Title: _____

UBS AG, STAMFORD BRANCH,
as Secured Party

By: Mary E. Evans
Name: Mary E. Evans
Title: Associate Director

By: Irja R. Otsa
Name: Irja R. Otsa
Title: Associate Director

**Schedule I
to
Supplement to Security Agreement**

Additional Intellectual Property

[See Attached]

September 30, 2008

Trademark List

Page: 1

Client/Matter #/Subcase	Status	Application Number/Date	Class(es)	Registration Number/Date
THE PERFECT ICE BREAKER	Registered United States of America	77/113,653 22-Feb-2007	07 Int.	3,481,397 5-Aug-2008

Master List By Client/Matter #

Page: 1

Client/Matter #	Client	Attorney(s)	Disclosure Status	Title						
210499.1029	Hamilton Beach Brands, Inc.	MGB	Filed	DISPENSING BLENDER						
		Owner: Hamilton Beach Brands, Inc.								
		Responsible Office: PH								
	Sub Case	Application	Filing	Patent	Issue	Expiration	Agent	AGMatter	Atty Docket	Client Ref
	Country	Status	Date	Number	Date	Date				
	US	PRI	04-Feb-2005	7,422,361	09-Sep-2008	09-May-2026	210499.1029	210499.1029	10499-1029US	795210104-04.013-A
210499.1144	Hamilton Beach Brands, Inc.	MGB	Filed							
		Responsible Office: PH								
	Sub Case	Application	Filing	Patent	Issue	Expiration	Agent	AGMatter	Atty Docket	Client Ref
	Country	Status	Date	Number	Date	Date				
	US	PRI	22-Dec-2006	7,410,520	12-Aug-2008	22-Dec-2026	210499.1144	210499.1144	10499-1144US	795210104-05.067-A
210499.1300	Hamilton Beach Brands, Inc.	MGB	Filed							
		Responsible Office: PH								
	Sub Case	Application	Filing	Patent	Issue	Expiration	Agent	AGMatter	Atty Docket	Client Ref
	Country	Status	Date	Number	Date	Date				
	US	PDS	09-Mar-2007	D572,531	06-Jul-2008	06-Jul-2022	210499.1300	210499.1300	10499-1300US	795210104-07.029-C
210499.1410	Hamilton Beach Brands, Inc.	MGB	Filed							
		Owner: Hamilton Beach Brands, Inc.								
		Responsible Office: PH								
	Sub Case	Application	Filing	Patent	Issue	Expiration	Agent	AGMatter	Atty Docket	Client Ref
	Country	Status	Date	Number	Date	Date				
	US	PDS	27-Dec-2007	D577,247	23-Sep-2008	23-Sep-2022	210499.1410	210499.1410	10499-1410US	795210104-07.136-C
210499.1484	Hamilton Beach Brands, Inc.	MGB	Filed							
		Owner: Hamilton Beach Brands, Inc.								
		Responsible Office: PH								
	Sub Case	Application	Filing	Patent	Issue	Expiration	Agent	AGMatter	Atty Docket	Client Ref
	Country	Status	Date	Number	Date	Date				
	US	PDS	14-Nov-2006	D672,965	15-Jul-2008	15-Jul-2022	210499.1484	210499.1484	CFI ONLY	795210104-06.127-C

FOLDABLE FILTER FOR AN AIR FILTRATION UNIT AND METHOD

TRAVEL MUG

SLOW COOKER

COFFEE MAKER