

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Cone Drive Operations Inc.		10/10/2012	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	RBS Citizens, N.A.
Street Address:	28 State Street
City:	Boston
State/Country:	MASSACHUSETTS
Postal Code:	02109
Entity Type:	National Association: UNITED STATES

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	1968752	ACCUDRIVE
Serial Number:	85514175	ACCUMATE
Registration Number:	3192467	CONE DRIVE
Serial Number:	85520198	CONE DRIVE
Registration Number:	0642562	CONE-DRIVE
Registration Number:	4126076	CONE DRIVE SOLAR
Registration Number:	2901911	CONEX
Registration Number:	2076336	WHISPERDRIVE

CORRESPONDENCE DATA

Fax Number: 7045032622
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
 Phone: 704 503 2600
 Email: trademarks@kslaw.com, cmhudson@kslaw.com, vbantug@kslaw.com
 Correspondent Name: King & Spalding LLP

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ATTORNEY DOCKET NUMBER: 18588.015039

NAME OF SUBMITTER: Vicky R. Bantug, Paralegal

Signature: /Vicky R. Bantug/

Date: 10/26/2012

Total Attachments: 8

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that (a) pursuant to the Security Agreement dated as of October 10, 2012 (as amended, modified, extended, restated, replaced, or supplemented from time to time, the "Security Agreement"), by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and RBS Citizens, N.A., as Administrative Agent (the "Administrative Agent") for the secured parties referenced therein (the "Secured Parties"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademarks, trademark licenses and trademark applications shown on Schedule I attached hereto (the "Trademarks") to the Administrative Agent for the ratable benefit of the Secured Parties and (b) the undersigned hereby grants to the Administrative Agent, for the ratable benefit of the Secured Parties, a continuing security interest in, and a right to set off against, any and all right, title and interest of such Obligor in and to the Trademarks.

The Obligors and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the Trademarks (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.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

CONE DRIVE OPERATIONS INC.
NOTICE OF SECURITY INTEREST IN TRADEMARKS

Very truly yours,

CONE DRIVE OPERATIONS INC.,
a Delaware corporation

By: *Kurt Ganelin*
Name: *Kurt Ganelin*
Title: *President*

PHONE DRIVE OPERATORS INC.
NOTICE OF SECURITY INTEREST IN TRADEMARKS

Accepted and agreed to as of the date first above written.

RBS CITIZENS, N.A.,
as Administrative Agent

By: _____

Name: Michael S. Farley

Title: Vice-President

Schedule I

TRADEMARKS

MARK	REG. NO. / DATE	APP. NO. / DATE	OWNER	COUNTRY	GOODS/SERVICES
ACCUDRIVE	1968752 April 16, 1996	74399120 June 4, 1993	Cone Drive Operations Inc.	United States	7: Machine parts; namely, zero backlash split worm enclosed worm gear drives, gearmotors, helical worm gear drives, worm gear speed reducers and worm gearsets
ACCUMATE		85514175 January 11, 2012	Cone Drive Operations, Inc.	United States	42: Providing on-line non-downloadable software for use in selecting gearing products
CONE DRIVE	3192467 January 2, 2007	78755901 November 17, 2005	Cone Drive Operations Inc.	United States	7: Parts for machinery other than land vehicles, namely, double enveloping worm gears, gear sets, speed reducers, gearboxes, servo gearheads, and precision gears and gearboxes
CONE DRIVE		85520198 January 19, 2012	Cone Drive Operations, Inc.	United States	7: Gear boxes, gears and gear sets other than for land vehicles; machine parts, namely, worm gears, mechanical speed reducers, double enveloping worms and gears; power transmissions and gearing for machines; servo gear

MARK	REG. NO. / DATE	APP. NO. / DATE	OWNER	COUNTRY	GOODS/SERVICES
					heads other than for land vehicles; motors other than for land vehicles; electric motors other than for land vehicles; motors, gears and drives for orientating solar panels; machine parts, namely, mechanical couplings, flexible couplings, fluid drive couplings; machines for cutting gears; parts and fittings for the aforesaid goods 37: Maintenance, installation, reconditioning and repair of machinery and power transmission systems, including gears, gear boxes, worm gears, and speed reducers, servo gearheads, mechanical, flexible and fluid couplings, motors, electric motors and parts thereof
CONE-DRIVE	0642562 March 12, 1957	72013160 July 31, 1956	Cone Drive Operations Inc.	United States	7: Double enveloping worms and gears, gear sets, speed reducers, hobs, cutters, machines for cutting double enveloping worms and gears, machines for finishing double enveloping worms

MARK	REG. NO. / DATE	APP. NO. / DATE	OWNER	COUNTRY	GOODS/SERVICES
					and gears, and chocking machines
CONE DRIVE SOLAR	4126076 April 10, 2012	85041569 May 18, 2010	Cone Drive Operations, Inc.	United States	7: Motors, gears and drives for orientating solar panels
CONEX	2901911 November 9, 2004	76095058 July 24, 2000	Cone Drive Operations Inc.	United States	7: Machine parts, namely, gear drives and transmissions
CYCLOTEK (Abandoned: January 24, 1997)		75141051 July 18, 1996	Cone Drive Operations Inc.	United States	7: Speed reducers and gearmotors
EPICDRIVE (Cancelled: October 15, 2005)	2217773 January 12, 1999	75259826 March 19, 1997	Cone Drive Operations Inc.	United States	7: Machines, namely, speed reducers and gearmotors
EVERDRIVE (Abandoned: March 22, 1994)		74351443 January 22, 1993	Cone Drive Operations Inc.	United States	7: Machine parts; namely, enclosed worm gear drives, gearmotors, helical worm gear drives and worm gear speed reducers, sold as a unit; machine parts; namely, worm gearsets
HIGH 5 (Cancelled: January 5, 2002)	1870795 December 27, 1994	74398394 June 4, 1993	Cone Drive Operations, Inc.	United States	36: Warranty program for machine parts; namely, enclosed worm gear drives, gearmotors, helical worm gear drives, worm gear speed reducers and

MARK	REG. NO. / DATE	APP. NO. / DATE	OWNER	COUNTRY	GOODS/SERVICES
					worm gearsets
POWERDRIVE (Cancelled: December 28, 2002)	1964389 March 26, 1996	74350974 January 22, 1993	Cone Drive Operations Inc.	United States	7: Machines parts, namely mechanical worm gear speed reducers
SERVOMATE (Abandoned: January 19, 1996)		74537715 June 14, 1994	Cone Drive Operations Inc.	United States	7: Worm gearing and parts therefor
SMART BOX (Abandoned: November 5, 1998)		75385762 November 6, 1997	Cone Drive Operations Inc.	United States	7: Worm gear drives and gear boxes
TORQUEBOSS (Abandoned: March 29, 1994)		74351444 January 22, 1993	Cone Drive Operations Inc.	United States	7: Machine parts; namely, enclosed worm gear drives, gearmotors, helical worm gear drives and worm gear speed reducers, sold as a unit; machine parts; namely, worm gearsets
WHISPERDRIVE	2076336 July 1, 1997	75008654 October 23, 1995	Cone Drive Operations Inc.	United States	7: Mechanical speed reducers
CONE DRIVE		1552078 November 15, 2011	Cone Drive Operations, Inc.	Canada	Double enveloping worms and gears, gear sets, speed reducers, hobs, cutters, machines for cutting double enveloping worms

MARK	REG. NO. / DATE	APP. NO. / DATE	OWNER	COUNTRY	GOODS/SERVICES
					and gears, machines for finishing double enveloping worms and gears, and checking machines