

07-20-1998

To the Honorable Commissioner of Patents and Trademarks

100767452

prints or copy thereof.

1. Name of conveying party(ies):

Coverall North America, Inc.
3111 Camino Del Rio North
Suite 950
Dan Diego, CA 92108

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

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

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: July 7, 1998

2. Name and address of receiving party(ies):

Name: LaSalle National Bank, as Agent

Internal Address:

Street Address: 135 South LaSalle Street

City: Chicago State: Illinois ZIP: 60603
Country:

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

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

4. Application number(s) or trademark number(s):

If this document is being filed together with a new application, the execution date of the application is

A. Trademark Application No.(s)

75/330,805
75/084,623
75/249,280

B. Trademark No (s)

2,155,399 1,931,173
2,075,333
1,991,930

Additional numbers attached Yes No

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

Name: Nora A. Whitescarver

Internal Address: Mayer, Brown & Platt

Street Address: 2000 Pennsylvania Avenue, NW
Suite 3900

City: Washington State: DC ZIP: 20006

6. Total number of applications and trademarks involved: 7

7. Total fee (37 CFR 3.41): \$215.00

- Enclosed (Check No. 15912), 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.

Nora A. Whitescarver
Name of Person Signing

[Handwritten Signature]
Signature

July 9, 1998
Date

Total number of pages comprising cover sheet and document attachments: 16

## TRADEMARK SECURITY AGREEMENT

This TRADEMARK SECURITY AGREEMENT (this "Agreement"), dated as of July 7, 1998, is by the undersigned in favor of LaSalle National Bank in its capacity as agent for the Bank Parties (the "Agent").

### W I T N E S S E T H :

WHEREAS, Coverall North America, Inc., a Delaware corporation (the "Company"), and Coverall Acquisition, L.L.C., a Delaware limited liability company ("Holdco"), have entered into a Credit Agreement, dated as of July 7, 1998 (as amended, supplemented, restated or otherwise modified from time to time, the "Credit Agreement"), with the several financial institutions from time to time party thereto and the Agent;

WHEREAS, as a requirement of the Credit Agreement, the undersigned has also executed that certain Security Agreement, dated as of July 7, 1998 (as amended, supplemented, restated or otherwise modified from time to time, the "Security Agreement"), with the Agent;

WHEREAS, the obligations of the undersigned under the Loan Documents (as defined in the Credit Agreement) are to be secured pursuant to this Agreement and the Security Agreement; and

WHEREAS, the undersigned has duly authorized the execution, delivery and performance of this Agreement;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the undersigned hereby agrees as follows:

SECTION 1. Definitions. Unless otherwise defined herein or the context otherwise requires, terms used in this Agreement have the meanings provided in the Security Agreement.

SECTION 2. Grant of Security Interest. For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the undersigned hereby grants to the Agent for the benefit of the Bank Parties a continuing security interest in the undersigned's right, title and interest in and to the following, whether now or hereafter existing or acquired (collectively, the "Trademark Collateral"): trademarks, service marks, business names, designs, logos, indicia, and/or other source and/or business identifiers and the goodwill of the business relating thereto and all registrations or applications for registrations which have heretofore been or may hereafter be issued thereon throughout the world (including without limitation those listed on Schedule I hereto), all renewals of any of the foregoing, and all proceeds of, and rights associated with, the foregoing (including license royalties and proceeds of infringement suits), the right to sue for all past, present or

future infringements of any of the foregoing and all rights corresponding thereto throughout the world in and to all of the foregoing.


SECTION 3. Security Agreement. This Agreement has been executed and delivered by the undersigned for the purpose of recording the security interest of the Agent on behalf of each Bank Party in the Trademark Collateral with the United States Patent and Trademark Office and corresponding offices in other countries of the world. The security interest granted hereby has been granted as a supplement to, and not in limitation of, the security interest granted to the Agent under the Security Agreement. The Security Agreement (and all rights and remedies of the Agent thereunder) shall remain in full force and effect in accordance with its terms.

SECTION 4. Acknowledgment. The undersigned does hereby further acknowledge and affirm that the rights and remedies of the Agent with respect to the security interest in the Trademark Collateral granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which (including the remedies provided for therein) are incorporated by reference herein as if fully set forth herein.

SECTION 5. Reinstatement. The undersigned further agrees that if at any time all or any part of any payment theretofore applied by the Agent or any Bank Party to any of the Liabilities is or must be rescinded or returned by the Agent or such Bank Party for any reason whatsoever (including, without limitation, the insolvency, bankruptcy or reorganization of the Company or the undersigned or any other Person), such Liabilities shall, for the purposes of this Agreement, to the extent that such payment is or must be rescinded or returned, be deemed to have continued in existence, notwithstanding such application by the Agent or such Bank Party, and this Agreement shall continue to be effective or be reinstated, as the case may be, as to such Liabilities, all as though such application by the Agent or such Bank Party had not been made.

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

COVERALL NORTH AMERICA, INC.

By:   
Title: Vice President

SCHEDULE I  
to  
Trademark Security Agreement

TRADEMARKS

(Attached Hereto)

3292524.2 62898 1704C 98457609

TRADEMARK  
REEL: 1755 FRAME: 0167

134

## COVERALL TRADE MARK REGISTRATIONS

State	Date First Used	Orig. Reg. Date	Date Reg'd/ Renewed	Date Expired	Certificate Number	Notes
Alabama	11/1/86	4/11/88	4/11/98	4/11/08	103585	
Alaska						Only actual names of products can be registered.
Arizona	9/1/88		8/14/95	8/14/05	036074	
Arkansas	11/1/86		4/5/98	4/5/03	105-88	
California	10/1/83	12/13/83	12/13/93	12/13/03	18309	5/7/96 Assignment from Alex Roudi to CNA
Canada			4/5/91	4/5/06	TMA382693	
Colorado	8/1/86	8/8/86	8/8/96	8/8/06	T31345	File # 851031345
Connecticut	10/87	2/27/89	2/27/89	2/27/99	7459	
Delaware	2/85		6/6/95	6/6/05		
District of Columbia						Does not register trademarks because it is not a state.
Florida		8/20/86	8/20/96	8/20/06	T05649	
Georgia	6/88		7/30/93	7/30/03 7/30/07	S-12864 S-12866	Two registrations, Class 2 and Class 4.
Hawaii		9/3/96	9/2/97	9/2/07	208956	
Idaho	11/1/86		4/5/98	4/5/08	12305	The number on the Certificate is the File Number.
Illinois		9/22/86	9/22/96	9/22/06	59011	
Indiana						Per Joyce, do not register.
Iowa		4/14/88	4/14/98	4/14/03	8811	
Kansas	10/1/86	10/29/96	10/29/96	10/29/06	N/A	
Kentucky	11/1/86	4/26/88	3/27/98	3/27/03	11369	
Louisiana		10/27/86	10/27/96	10/27/06	44-2099	
Maine		4/4/88	4/4/98	4/4/08	19880248M	Number is File Number on application - no number on Certificate.
Maryland	9/86	10/86	10/6/96	10/6/06	1996/00041	
Massachusetts		11/3/86	11/3/96	11/3/06	39175	
Michigan	10/18/86	10/29/86	10/29/96	10/29/06	M48-053	
Minnesota	10/18/86	8/30/89	8/30/89	8/30/99	15078	
Mississippi	10/18/86	11/19/86	11/19/96	11/19/06	N/A	
Missouri	6/85	8/14/85	8/14/95	8/13/05	S8770	TRADEMARK

Montana		4/5/88	4/5/98	4/5/08	114 (15)-15245	Number on correspondence, not on Certificate.
Nebraska	11/1/86	4/6/88	4/6/98	4/6/08	87786	
Nevada		11/4/86	11/4/96	11/4/01	U004149	Number is Receipt Number.
New Hampshire	10/86	10/27/86	10/28/96	10/28/06	N/A	
New Jersey	10/86	7/11/89	7/11/89	7/11/99	N/A	
New Mexico			6/15/95	6/15/05	TK95061503	
New York	10/86		10/31/96	10/31/06	S-15281	
North Carolina			2/27/89	2/27/99	T-8001	Number on correspondence, not on Certificate.
North Dakota			4/5/98	4/5/03	2884	File contains two certificates. - Tradename.
Ohio		10/5/87	10/5/87	10/5/07	SM64664	
Oklahoma		10/27/86	10/27/96	10/27/01	28197	
Oregon		11/13/86	11/13/96	11/13/01	S-21215	
Pennsylvania	10/86	10/27/86 * 6/2/97	6/2/97	6/2/07	2758406	Trademark lapsed from 10/27/96 to 6/2/97
Rhode Island		3/17/88	3/17/98	3/17/08	88-3-12	
South Carolina			10/28/96	10/28/01	N/A	
South Dakota	11/1/86	4/5/88	4/5/98	4/5/02	N/A	
Tennessee	10/15/86	12/10/86	12/10/96	12/10/06	N/A	Also "Coverall of Memphis", locator #2951 1413 Which expires 2/1/05.
Texas		4/25/88	3/16/98	4/25/08	48372	
Utah	10/86	5/22/95	05/22/95	05/22/05	035618	
Vermont						Only actual names of products can be registered.
Virginia	9/1/86	4/15/86	4/15/96	9/25/06	N/A	
Washington	5/15/86	7/14/86	4/1/96	4/1/02	16607	The number on the Certificate is the File Number.
West Virginia		4/6/88	4/6/88	Does not expire	N/A	
Wisconsin			12/25/91	12/25/01	N/A	
Wyoming	11/1/86	4/5/88	4/5/98	4/5/03	88-247-586	File number on application.

N/A Service Marks are filed by name and no Certificate Numbers are issued.

As of May 28, 1998

COVERALL NORTH AMERICA, INC. FOREIGN TRADEMARK LISTING - PENDING AND REGISTERED MARKS									
COUNTRY	MARK NAME	TRADEMARK STATUS	APL NUMBER & DATE	REG NUMBER & DATE	CLASS	SHORT DESCRIPTION OF GOODS/SERVICES	Responsible Agent Reference Number	Renewal Dates	
ARGENTINA	COVERALL	PENDING (Opposed by 3rd party)	1928692 07/1994		35	BUSINESS MANAGEMENT AND FRANCHISE SUPPORT	11670-010, K.C.		
	COVERALL	PENDING	1928691 07/1994		42	JANITORIAL SERVICES	11670-009, KMC		
	COVERALL	REGISTERED (used by other Coverall in Melbourne)	00659672 04/28/95	659672 04/28/95 (amalgamated)	35 & 37	BUSINESS MANAGEMENT AND FRANCHISE SUPPORT AND CLEANING SERVICES	SPRUSON & FERGUSON	04/28/05	
AUSTRALIA	COVERALL CLEANING CONCEPTS	REGISTERED	522768 11/08/89	8522768 02/13/92 RENEWED 5/96	37	CLEANING SERVICES	SPRUSON & FERGUSON REF: 12587/A (NOTE: Non-use within 3 years may compromise registration)	08/11/06	
	COVERALL CLEANING CONCEPTS	REGISTERED	776008 02/17/92	511965 02/17/92	35 & 37	BUSINESS SERVICES CLEANING SERVICES	VRIEDENDORP & GAUDE (NOTE: Non-use may compromise registration)	02/17/02	
BRAZIL	COVERALL CLEANING CONCEPTS	REGISTERED	916992789 12/22/92	816992789 09/20/94	37 (54)	CLEANING SERVICES	PINHEIRO, NUNES, ARNAUD & SCATAMBURLO . REF: 29 1171 000 (NOTE: Non-use may have compromised registration, therefore we refilled)	09/20/04	
	COVERALL CLEANING CONCEPTS	PENDING	819436542 08/28/96		37 (54)	CLEANING SERVICES			
	COVERALL CLEANING CONCEPTS	PENDING	819436534 08/28/96		40 (32)	CLEANING SERVICES			



COVERALL NORTH AMERICA, INC. FOREIGN TRADEMARK LISTING - PENDING AND REGISTERED MARKS									
COUNTRY	MARK NAME	TRADEMARK STATUS	APL NUMBER & DATE	REG NUMBER & DATE	CLASS	SHORT DESCRIPTION OF GOODS/SERVICES	Responsible Agent Reference Number	Renewal Dates	
CANADA	COVERALL CLEANING CONCEPTS	REGISTERED	646438 12/07/89	TMA382693 04/05/91	N/A	BUSINESS MANAGEMENT SERVICES AND JANITORIAL OPERATIONS	SHAPIRO, COHEN, ANDREWS, FINLAYSON, REF: 3-6370	04/05/06	
	COVERALL	REGISTERED	734413 08/05/93	TMA431310 07/29/94	N/A	BUSINESS MANAGEMENT SERVICES AND JANITORIAL OPERATIONS	OSLER, HOSKIN & HARCOURT	07/29/09	
	COVERALL	PENDING	276775 06/13/94	5/13/97 - Accepted for reg 4/76 022	35	BUSINESS MANAGEMENT AND FRANCHISE SUPPORT	K.M.C.		
	COVERALL	PENDING	290075 10/31/94	5/13/97 - Accepted for reg 4/76 052	36	JANITORIAL SERVICES	11670-011, K.M.C.		
	COVERALL	REGISTERED	236 260 10/15/93	414 519 07/29/96	37		(NOTE: Assignment)	10/15/03	
CHINA	COVERALL	REGISTERED	94103607 10/12/94	88371786 10/14/96	35	BUSINESS MANAGEMENT, MARKET SUPPORT SERVICES AND CUSTOMER SUPPORT SERVICES	11670-024, K.M.C. (NOTE: Non-use within 3 years may compromise registrations)	10/13/06	
	COVERALL	REGISTERED	94103608 10/12/94	865801 08/21/96	36	CREDIT FOR PROCURING EQUIPMENT SERVICES, LEASING SERVICES, BILLING, AND COLLECTION SERVICES	11670-035, K.M.C.	08/20/06	
	COVERALL	REGISTERED	94103609 10/12/94	867857 08/28/96	41	BUSINESS MANAGEMENT TRAINING SERVICES	11670-036, K.M.C.	08/27/06	
	COVERALL	REGISTERED	94103610 10/12/94	863936 08/14/96	42	JANITORIAL SERVICES AND CASH FLOW PROTECTION SERVICES	11670-024, K.M.C.	08/13/06	

COVERALL NORTH AMERICA, INC. FOREIGN TRADEMARK LISTING - PENDING AND REGISTERED MARKS									
COUNTRY	MARK NAME	TRADEMARK STATUS	APL NUMBER & DATE	REG NUMBER & DATE	CLASS	SHORT DESCRIPTION OF GOODS/SERVICES	Responsible Agent Reference Number	Renewal Dates	
COSTA RICA	COVERALL	REGISTERED	102494	90 624 03/16/95	35	MARKETING ASSISTANCE	11670-033, K.M.C.	03/16/05	
	COVERALL	REGISTERED	102494	90 627 03/16/95	36	FINANCIAL SERVICES FOR FRANCHISE OWNERS	11670-036, K.M.C.	03/16/05	
	COVERALL	REGISTERED	052694	88 950 1024/94	37	JANITORIAL SERVICES	11670-013, K.M.C.	1024/04	
	COVERALL	REGISTERED	052694	90 175 02/16/95	42	BUSINESS & MANAGEMENT, TECHNICAL ASSISTANCE AND FRANCHISE SUPPORT	11670-012, K.M.C.	02/16/05	
FRANCE	COVERALL CLEANING CONCEPTS	REGISTERED	168633 11/20/89	1624302 11/20/89	35 & 37	BUSINESS SERVICES CLEANING SERVICES	CABINET BEAU DE LONENIE	11/20/89	
GERMANY	COVERALL CLEANING CONCEPTS	REGISTERED	C:39 75635Wz 11/08/89	2, 913, 384 08/23/96	35, 37, & 42	BUSINESS SERVICES CLEANING SERVICES	DROSTE KILLIUS (we won an appeal) Non-use by 8/2001 could compromise registration	11/30/99	
GREECE	COVERALL CLEANING CONCEPTS	REGISTERED	108299 03/26/92	108299 05/17/95	3 & 5	SOAPS ETC.	VOSEMBERG-VRETOIS	03/26/02	
	COVERALL	REGISTERED	124566 05/31/95 10228/95 (accepted by decision)	124566 12/17/97	35 & 37	JANITORIAL SERVICES, BUSINESS MANAGEMENT & FRANCHISE SUPPORT	VOSEMBERG-VRETOIS	05/31/05	
HONG KONG	COVERALL	REGISTERED	9410860 09/17/94	B11028/96 12/06/96	35	BUSINESS MANAGEMENT AND FRANCHISE SUPPORT SERVICES	11670-032, K.M.C.	09/17/01	
	COVERALL	REGISTERED	9410889 09/17/94	B10775/96 11/27/96	37	JANITORIAL SERVICES	11670-031, K.M.C.	09/17/01	
INDONESIA	COVERALL	REGISTERED	15315 08/24/94	349208 1/15/97	35	BUSINESS MANAGEMENT AND FRANCHISE SUPPORT	11670-026, K.M.C.	8/24/04	
	COVERALL	REGISTERED	15314 08/24/94	345155 12/18/95	37	JANITORIAL SERVICES	11670-025, K.M.C.	8/24/04	

COVERALL NORTH AMERICA, INC. FOREIGN TRADEMARK LISTING - PENDING AND REGISTERED MARKS									
COUNTRY	MARK NAME	TRADEMARK STATUS	APL NUMBER & DATE	REG NUMBER & DATE	CLASS	SHORT DESCRIPTION OF GOODS/SERVICES	Responsible Agent Reference Number	Renewal Dates	
IRELAND	COVERALL	PENDING	2256/95 04/03/95		37	JANITORIAL SERVICES	11670041, K.M.C.		
	COVERALL	PENDING	2257/95 04/03/95		42	BUSINESS MANAGEMENT AND SUPPORT	11670042, K.M.C.		
ISRAEL	COVERALL CLEAN: JG CONCEPTS	PENDING	109,909 01/24/97		35	FRANCHISE SERVICES	ARENT, FOX, KINTNER, PLOTKIN & KAHN		
	COVERALL CLEANING CONCEPTS	PENDING	109,910 01/24/97		37	COMMERCIAL BUILDING MAINTENANCE SERVICES	ARENT, FOX, KINTNER, PLOTKIN & KAHN		
ITALY	COVERALL CLEANING CONCEPTS	REGISTERED	M92C00/40 02/27/92	489860/m 12/27/94	35 & 37	BUSINESS SERVICES CLEANING SERVICES	OFFICE GREGORI REF. 4/89860	02/28/02	
JAPAN	COVERALL CLEANING CONCEPTS	REGISTERED	132177/89 11/22/89	2379576 02/28/92	4	SOAPS, ETC.	ASAMURA PATENT OFFICE REF. FM-00523SP	02/01/06	
	COVERALL	REGISTERED	49831/96 05/9/96	4108214 01/30/98	35	BUSINESS MANAGEMENT AND FRANCHISE SUPPORT SERVICES	K M C	07/31/07	
	COVERALL	REGISTERED	49830/96 05/9/96	4071506 10/17/97	37	JANITORIAL SERVICES	K M C	10/17/07	
MALAYSIA	COVERALL OFFICE CLEANING CONCEPTS	PENDING as of 7/21/97	113466/97 5/6/97		37	CLEANING SERVICES	ARENT, FOX, KINTNER, PLOTKIN & KAHN		
	COVERALL	PENDING	96/10588 09/06/96		16	PRINTED MATTER AND PUBLICATIONS (No service mark class in Malaysia)	ARENT, FOX, KINTNER, PLOTKIN & KAHN		
MEXICO	COVERALL	REGISTERED	210378 08/31/94	479677 11/17/94	35	BUSINESS MANAGEMENT AND FRANCHISE SUPPORT	11670-019 K M C (NOTE: Non-use within 3 years may compromise registration)	08/31/04	

COVERALL NORTH AMERICA, INC. FOREIGN TRADEMARK LISTING - PENDING AND REGISTERED MARKS									
COUNTRY	MARK NAME	TRADEMARK STATUS	APL NUMBER & DATE	REG NUMBER & DATE	CLASS	SHORT DESCRIPTION OF GOODS/SERVICES	Responsible Agent Reference Number	Renewal Dates	
MEXICO	COVERALL	REGISTERED	210377 08/31/94	481122 11/30/94	37	JANITORIAL SERVICES	11670-018, K.M.C. (Important: A license must be recorded with the Registrar of Trademarks)	08/31/04	
NEW ZEALAND	COVERALL CLEANING CONCEPTS	PENDING	263,900 06/25/96		35	BUSINESS MANAGEMENT AND FRANCHISE SUPPORT	ARENT, FOX, KINTNER, PLOTKIN & KAHN		
	COVERALL CLEANING CONCEPTS	PENDING	263,901 06/25/96		37	JANITORIAL SERVICES	ARENT, FOX, KINTNER, PLOTKIN & KAHN		
PHILIPPINES	COVERALL	ON HOLD			37	JANITORIAL SERVICES	11670-027, K.M.C. (NOTE: Actual use required to register)		
	COVERALL	ON HOLD			42	BUSINESS MANAGEMENT AND FRANCHISE SUPPORT	11670-028, K.M.C. (NOTE: Actual use required to register)		
PORTUGAL	COVERALL CLEANING CONCEPTS	REGISTERED	281,046 03/06/92	281046H 11/25/93	37	CLEANING SERVICES	GASTAO DA CUNHA FERREIRA LDA REF: A12846439 (NOTE: Subject to cancellation by a third party for non-use.)	11/25/03	

COVERALL NORTH AMERICA, INC. FOREIGN TRADEMARK LISTING - PENDING AND REGISTERED MARKS									
COUNTRY	MARK NAME	TRADEMARK STATUS	APL NUMBER & DATE	REG NUMBER & DATE	CLASS	SHORT DESCRIPTION OF GOODS/SERVICES	Responsible Agent Reference Number	Renewal Dates	
PUERTO RICO	COVERALL	REGISTERED	34992 07/28/94	34992 02/06/96	37	JANITORIAL SERVICES	11670-015, K.M.C.	07/28/04	
	COVERALL	REGISTERED	34994 07/28/94	34994 01/14/97	42	BUSINESS MANAGEMENT AND FRANCHISE SUPPORT	11670-014, K.M.C.	07/28/04	
SINGAPORE	COVERALL	PENDING	717795 07/15/96		35	BUSINESS SERVICES	ARENT, FOX, KINTNER, PLOTKIN & KAHN		
	COVERALL	PENDING	395595 04/20/96		37	JANITORIAL SERVICES	ARENT, FOX, KINTNER, PLOTKIN & KAHN		
SO. AFRICA	COVERALL	REGISTERED	930309 04/28/93	930309 03/27/95	35	BUSINESS SERVICES	WEBBER WENTZEL	04/23/03	
	COVERALL	REGISTERED	930310 04/28/93	930310 03/19/95	37	CLEANING SERVICES	WEBBER WENTZEL	04/23/03	
SO. KOREA	COVERALL	REGISTERED	94-5703 07/14/94	30353 02/01/96	112	REAL ESTATE MANAGEMENT SERVICES, JANITORIAL SERVICES, BUILDING CLEAN UP SERVICES, BUSINESS MANAGEMENT ASSISTANCE SERVICES, FRANCHISE SUPPORT SERVICES	11670-021, K.M.C.	02/01/06	
SPAIN	COVERALL CLEANING CONCEPTS (& DESIGN)	REGISTERED	1532383 11/22/89	1 532 383 08/03/92	37	JANITORIAL SERVICES	11670-037, K.M.C.	11/22/99	
SWEDEN	COVERALL CLEANING CONCEPTS	REGISTERED	92/1445 02/17/89	245880 01/22/93	35 & 37	BUSINESS SERVICES CLEANING SERVICES	LARS HOLMQUIST REF. V1113/ANEE	01/22/03	
THAILAND	COVERALL	REGISTERED	274486 10/25/94	BOR 3499 10/20/95	35	BUSINESS MANAGEMENT	11670-038, K.M.C.	10/24/04	
	COVERALL	REGISTERED	274487 10/25/94	BOR 3593 10/30/95	36	LIABILITY AND BONDING INSURANCE, LEASING SERVICES AND CREDIT FOR PROCURING EQUIPMENT	11670-039, K.M.C.	10/24/04	
	COVERALL CLEANING CONCEPTS (& DESIGN)	REGISTERED	225979 03/27/92	BOR 1282 07/25/94	37	JANITORIAL SERVICES	11670-022, K.M.C.	03/27/02	

COVERALL NORTH AMERICA, INC. FOREIGN TRADEMARK LISTING - PENDING AND REGISTERED MARKS									
COUNTRY	MARK NAME	TRADEMARK STATUS	APL NUMBER & DATE	REG NUMBER & DATE	CLASS	SHORT DESCRIPTION OF GOODS/SERVICES	Responsible Agent Reference Number	Renewal Dates	
	COVERALL	REGISTERED	274488 10/25/94	BOR 3592 10/30/95	42	FRANCHISE SERVICES	11670-020, K.M.C.	10/24/04	
	COVERALL	ON HOLD (per Alex & Jack 08/02/95)				BUSINESS SERVICES	K.M.C.		
TURKEY	COVERALL	ON HOLD (per Alex & Jack 08/02/95)				MANAGEMENT AND FRANCHISE SUPPORT	K.M.C.		
	COVERALL	REGISTERED	1370172 01/17/89	1370172 09/20/91 RENEWED 01/17/96	35	BUSINESS SERVICES	LADAS & PARRY (LONDON) K.M.C.	01/17/06	
UNITED KINGDOM	COVERALL	REGISTERED	1369735 01/12/89	1369735 12/20/91 RENEWED 01/12/96	37	CLEANING SERVICES	LADAS & PARRY (LONDON) K.M.C.	01/12/06	
	COVERALL	PENDING (Our defense of opposition underway)	19351 10/22/93		35	BUSINESS MANAGEMENT	BROWNSTEIN		
VENEZUELA	COVERALL	PENDING (Our defense of opposition underway)	19352 10/22/93		37	JANITORIAL SERVICES	BROWNSTEIN		

1 Mark COVERALL - word COVERALL in Block Capitals

2 Mark Coverall Cleaning Concepts - words in stylized form

3 Canada There were two registered user agreements - completion of which was taken over by the Shapiro firm. However, in view of the change in law in Canada abolishing the Registered User Register, these registered user agreements are now academic.

4 K.M.C. - Keck, Mahin & Cate

### **Trade Name Registration**

1. "Coverall North America, Inc." (North Dakota) 4534900 04/05/88.

### **Additional State Registrations and Renewals**

1. "Coverall of Memphis" (Tenn.) 2951 1413 Class 100 2/1/95 (assigned to Company on 3/21/96 by FM&J Enterprises, Inc.).
2. "Coverall" (Kentucky) 11369 renewed effective 3/27/98.
3. "Coverall" (South Carolina) -- 8/24/96.

### **Federal Trademark Registrations and Applications**

1. On May 5, 1998, the United States Patent and Trademark Office registered the service mark "Making Your World A Cleaner Place" on its Principal Register, Registration Number 2,155,399 in Class Number 37.
2. On July 1, 1997, the United States Patent and Trademark Office registered the mark "Coverall Cleaning Concepts," as presented on Coverall North America's Letterhead, on its Principal Register, Registration Number 2,075,333 in Class Number 37.
3. On August 6, 1996, the United States Patent and Trademark Office registered the service mark "The Art and Science of Cleaning" on its Principal Register, Registration Number 1,991,930 in Class Number 37.
4. On October 31, 1995 the United States Patent and Trademark Office registered the service mark "The Art and Science of Cleaning" on its Principal Register, Registration Number 1,931,173 in Class Number 35.
5. On July 25, 1997 the Company filed an application with the United States Patent and Trademark Office for registration of the "Coverall" mark, Serial Number 75,330,805.

On April 10, 1998 the Company received a Notice of Publication Under 12(a) from the United States Department of Commerce Patent and Trademark Office with respect to the "Coverall" mark.

6. On April 8, 1996 the Company filed an application with the United States Patent and Trademark Office for registration of the "When it Has to Be Absolutely Clean" mark, Serial Number 75/084623.

On May 27, 1997 the Company received a Notice of Approval of Extension Request with respect to the "When it Has to Be Absolutely Clean" mark.

7. On March 18, 1997 the Company filed an application with the United States Patent and Trademark Office for registration of the "Customers For Life" mark, Serial Number 75/249280.

On February 17, 1997 the Company received a Notice of Allowance with respect to the "Customers For Life" mark.

**International Marks**

1. "Coverall" (France) 1694556 09/20/91.
2. "Coverall Cleaning Concepts and Design" (Italy) 75/330,806 07/25/97.
3. On April 1, 1996, the Company filed an application for a (European) Community Trademark with respect to "Coverall Cleaning Concepts". Said application is currently pending.