

08-05-1998



ET U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Tab settings ▼

To the Honorable Commissioner of Patents and Trademarks

100784208

original documents or copy thereof.

1. Name of conveying party(ies):
Elizabeth Webbing Mills Co., Inc.
521 Roosevelt Avenue
Central Falls, RI 02863

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Assignment with UCC Attachment
- Merger
- Change of Name

Execution Date: July 17, 1998

2. Name and address of receiving party(ies)

Name: The CIT Group/Commercial Services, Inc., as Agent
Internal Address: _____

Street Address: 1211 Avenue of the Americas

City: New York State: NY ZIP: 10036

- 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

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

A. Trademark Application No.(s)

74-495980	75-464394	75-330645
75-146282	74-599564	75-330646
75-230226	75-395109	75-330845
75-464395	75-091988	75-330644
75-472382	75-330843	

B. Trademark Registration No.(s)

R1704262	R1745847	R1028563
R1675140	R1855219	R1002038
R1220036	R1895624	

Additional numbers attached? Yes No

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

Name: Lynn S Tanner

Internal Address: Schulte, Roth & Zabel

Street Address: 900 Third Ave

City: New York State: NY ZIP: 10022

6. Total number of applications and registrations involved: _____

22

7. Total fee (37 CFR 3.41).....\$ 565⁰⁰

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

20-0052

(Attach duplicate copy of this page if paying by deposit account)

08/04/1998 DNGUYEN 00000104 200052 1704262

DO NOT USE THIS SPACE

01 FC:481 40.00 CH
02 FC:482 525.00 CH

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.

Lynn Tanner

Name of Person Signing

Christine E Wilson

[Signature]
Signature

7/24/98

Date

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

MRD 7-30-98

SCHEDULE 1A TO ASSIGNMENT FOR SECURITY
(TRADEMARKS AND TRADEMARK APPLICATIONS)

Schedule II

EWeb

06/25/98 Status of Cases for E0239 Elizabeth Webbing Mills Co. Page: 1

Case Client Mark Absorbedge Resp TH Serial Filing Reg Reg Status/
 Number Ref Number Date Date Number Date Present Owner

NATIONAL TRADEMARKS

2000	ABSORBEDGE	ERG 22	74/094308	1704262	07/28/92	Sac. B & 15 must be filed by 07/28/98	Elizabeth Webbing
2000CA	ABSORBEDGE	ERG	701989	03/30/92 TMA423659	02/25/94	Renewal Due on 02/25/09	Elizabeth Webbing Mills
2000JP	ABSORBEDGE	ERG 22	308349/199Z	10/30/92 3209089	10/31/96	Renewal Due on 10/31/06	Elizabeth Webbing Mills
2000TW	ABSORBEDGE	ERG 22	82-11564	03/19/93 632411	03/16/94	Renewal Due on 02/15/04	Elizabeth Webbing Mills
2002	ABSORBEDGE (STYLIZED)	ERG 22	74/112737	1675140	02/11/92	Renewal Due on 02/11/02	Elizabeth Webbing Mills
		EFF	845	Accepted 4/3/98.			
2002AT	ABSORBEDGE (STYLIZED)	ERG 22	AH62/93	01/27/93 146880	04/26/93	Renewal Due on 04/26/03	Elizabeth Webbing Mills
		EFF					
2002AU	ABSORBEDGE (STYLIZED)	ERG 22	594747	01/25/93 A594747	01/25/93	Renewal Due on 01/25/00	Elizabeth Webbing Mills
		EFF					
2002BX	ABSORBEDGE (STYLIZED)	ERG 22	786306	09/24/92 519537	09/24/92	Renewal Due on 09/24/02	Elizabeth Webbing Mills
			Covers Belgium, The Netherlands and Luxembourg (E0239/2002NL closed).				
2002CA	ABSORBEDGE (STYLIZED)	ERG 22	701990	03/30/92 TMA423660	02/25/94	Renewal Due on 02/25/09	Elizabeth Webbing Mills
		EFF					

Status of Cases for E0239 Elizabeth Webbing Mills Co.

Case Number	Client Ref	Mark	Resp TM Ally C1	Serial Number	Filing Date	Reg Number	Reg Date	Status/ Present Owner
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NATIONAL TRADEMARKS

Z00ZCH		ABSORBEDGE (STYLIZED)	ERG 22	6202/1993.3	06/17/93	413874	01/09/93	Renewal Due on 06/17/03 Elizabeth Webbing Mills
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Z00ZCZ		ABSORBEDGE (STYLIZED)	ERG 22	0816793	08/03/93	189327	08/03/93	Renewal Due on 08/03/03 Elizabeth Webbing Mills
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Z00ZDE		ABSORBEDGE (STYLIZED)	ERG 22	W43478/26HZ	09/01/92	2065086	05/18/94	Renewal Due on 09/01/02 Elizabeth Webbing Mills
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Z00ZDX		ABSORBEDGE (STYLIZED)	ERG 22	3802/93	05/15/93	VA859051993	08/06/93	Renewal Due on 08/06/03 Elizabeth Webbing Mills
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Z00ZLS		ABSORBEDGE (STYLIZED)	ERG 22	1770753	07/06/93	1770753	02/04/94	Renewal Due on 07/06/03 Elizabeth Webbing Mills
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Quinquennial Taxes due 7/6/98. Client advised 4/21/98. Awaiting instructions from client.

Z00ZTT		ABSORBEDGE (STYLIZED)	ERG 22	220/93	01/20/93	129477	12/07/93	Renewal Due on 12/07/03 Elizabeth Webbing Mills
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Z00ZFR		ABSORBEDGE (STYLIZED)	ERG 22	92/441312	11/10/92	92441312	11/10/92	Renewal Due on 11/10/02 Elizabeth Webbing
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Z00ZGB		ABSORBEDGE (STYLIZED)	ERG 22	1504194	06/22/92	1504194	06/22/92	Renewal Due on 06/22/99 Elizabeth Webbing Mills
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Case Number	Client Ref	Mark	Resp TH	Serial	Filing Date	Reg Number	Reg Date	Status/ Present Owner
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NATIONAL TRADEMARKS

200210		ABSORBEDGE (STYLIZED)	ERG 22	H930313	06/30/93	140500	06/30/03	Being prosecuted 06/30/93 Elizabeth Webbing Mills
200211		ABSORBEDGE (STYLIZED)	ERG 22	M193C004538	06/18/93	670325		Renewal Due on 06/17/96 Elizabeth Webbing Mills
				Mandatory Use: 2/9/2001				
200212		ABSORBEDGE (STYLIZED)	ERG 22	J08348/1992	10/30/92	J209088	10/31/96	Renewal Due on 05/01/06 Elizabeth Webbing Mills
200213		ABSORBEDGE (STYLIZED)	ERG NS0	92-30893	11/04/92	276375	10/13/93	Renewal Due on 10/13/03 Elizabeth Webbing Mills
200214		ABSORBEDGE (STYLIZED)	ERG 22	173081		454300	07/15/99	Renewal Due on 07/15/03 Elizabeth Webbing Mills
200215		ABSORBEDGE (STYLIZED)	ERG 22	786306	09/24/92	519597	09/24/92	Renewal Due on 09/24/02 Elizabeth Webbing Mills
				THIS REGISTRATION COVERS THE BENELUX COUNTRIES.				
200216		ABSORBEDGE (STYLIZED)	ERG 22	223023	12/21/92	223023	12/21/92	Renewal Due on 12/21/99 Elizabeth Webbing Mills
200217		ABSORBEDGE (STYLIZED)	ERG 22	9210282	11/24/92	249023	05/07/93	Renewal Due on 05/07/03 Elizabeth Webbing Mills
				Mandatory Use: 5/7/98 (Reminder to client 04/30/98)				

06/25/90

Status of Cases for E0239 Elizabeth Webbing Mills Co.

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Case Number	Client Ref	Mark	Resp TM Alty C1	Serial Number	Filing Date	Reg Number	Reg Date	Status/ Present Owner
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NATIONAL TRADEMARKS

2002SK		ABSORBEDGE (STYLIZED)	ERG 22	POZ130393	08/05/93			Filed at Foreign PTO on 08/05/93
				FOA sent to FOAC 10/9/97 -				
				Status request to FOAC 5/15/98.				
2002ZA		ABSORBEDGE (STYLIZED)	ERG 22	94/2888	03/18/94	94/2888	09/06/96	Renewal Due on 03/18/04 Elizabeth Webbing Mills
				Mandatory Use Date: 9/6/2001.				
2003		EPLUS	ERG 24	74/132930		1745847	01/12/93	Renewal Due on 01/12/03 Elizabeth Webbing Mills
				Mandatory Use Date: 01/12/99				
2005		SOFT-EDGE	ERG 24	74/369055	03/16/93	1855219	09/20/94	Sec.8 & 15 must be filed by 09/20/00 Elizabeth Webbing Mills
2005TA		SOFT-EDGE	ERG 24	96/4974	04/16/96			Filed at Foreign PTO on 04/16/96
				Status request to FOAC 5/15/98.				
2006		JACARI TM ITO	ERG 23	74/599564	11/16/94			Proof of Use Required by 10/03/98
				4th Extension filed 4/8/98.				
				Statement of Use and/or 5th (FINAL) Extension due 10/9/98.				
2009		ECODEB CL.18, 22 AND 24	ERG 18+	74/495980	03/02/94			Proof of Use Required by 11/07/98
				Ext #4 filed 05/07/98.				
				Statement and/or Ext #5 (FINAL) due 11/7/98.				

TRADEMARK

REEL: 1762 FRAME: 0986

Case Number	Client Ref	Mark	Resp TM Alty Cl	Serial Number	Filing Date	Reg Number	Reg Date	Status/ Present Owner
<u>INDIVIDUAL TRADEMARKS</u>								
2013		PARALLEL BLACK LINES (DESIGN ONLY)	ERG	75/091988	04/12/96			Response due 09/16/98
2014		WORLD WIDE WEB (CL. 18322) ITU TM	ERG 18+	75/146262				Proof of Use Required by 07/06/98
2015		COOL-GLO TM APP	ERG 24	75/330843	07/25/97			US Application Filed w/PTO On 07/25/97
2016		PYROTORQUE USE TM	ERG 24	75/330646	07/25/97			US Application Filed w/PTO On 07/25/97
2017		UNISHADE TM APP	ERG 24	75/330644	07/25/97			US Application Filed w/PTO On 07/25/96

TRADEMARK

Case Number	Client Ref	Mark	Resp ID	Serial Number	Filing Date	Reg Number	Reg Date	Status/ Present Owner
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NATIONAL TRADEMARKS

2010		ILLUMINICK TM APP	ERG 24	75/222812	01/08/97			Suspended/Review On 06/09/98 Review application 6/9/98 - suspended 12/9/97.
2019		TRU-TARP TM APP	ERG 24	75/330845	07/25/97			US Application Filed w/PTO On 07/25/97 Filing particulars reported to client 10/27/97
2020		CYCLONE TM APP	ERG 24	75/330645	07/25/97			US Application Filed w/PTO On 07/25/97 Filing particulars reported to client 10/27/97.
2021		UNITEX	ERG 22	73/341046	12/10/81	1220036	12/14/82	Renewal Due on 12/14/02 Elizabeth Webbing Mills
2022		Z TONE AND DESIGN ZTONE BRAND WEBBING ITU	ERG 24	75/230226	01/23/97			Response due 10/16/98. Response to OAX due 10/16/98.
2023		UNITEX (STYLIZED) USE TM	ERG 22	75/095109	11/24/97			Foreign Filing Due 05/24/98 EFP Foreign Filing instructions requested from client 2/23/98, 4/30/98
2024		CAUREB (STYLIZED) ITU	ERG 22	75/464095	04/08/98			Foreign Filing Due 10/08/98 EFP filing particulars reported to client 6/4/98.

06/25/98

WOLF, GREENFIELD & SALAS, P.C.
Status of Cases for E0239 Elizabeth Webbing Mills Co.

Page: 7

Case Number	Client Ref	Mark	Resp IN Atty C1	Serial Number	Filing Date	Reg Number	Reg Date	Status/ Present Owner
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NATIONAL TRADEMARKS

2025		EWEB (STYLIZED) ITU	ERG ZZ	75/464394	04/08/98			foreign filing due 10/08/98
				EPP Filing particulars reported to client 6/4/98.				
2026		SHORELINE ITU TH APP	ERG					Active File as of 02/19/98
				Application sent to client for signature 2/19/98.				
2027		WHISHADE PLUS (ITU TH)	ERG	75/472382	04/22/98			US Application Filed w/PTO On 04/22/98
				Awaiting filing receipt.				

ASSIGNMENT FOR SECURITY

(TRADEMARKS)

WHEREAS, ELIZABETH WEBBING MILLS CO., INC., (the "Assignor") has adopted, used and is using the trademarks and service marks listed on the annexed Schedule 1A, 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 July 17, 1998 (the "Security Agreement") in favor of THE CIT GROUP/COMMERCIAL SERVICES, INC., as agent for certain lenders (the "Assignee");

WHEREAS, pursuant to the Security Agreement, the Assignor has assigned to the Assignee and granted to the Assignee a security interest in all right, title and interest of the Assignor in, to and under the Trademarks together with the good-will of the business symbolized by the Trademarks and the applications and restrictions thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof (the "Collateral"), to secure the payment, performance and observance of the Obligations (as defined in the Security Agreement);

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Assignor does hereby convey, sell, assign, transfer and set over unto the Assignee and grants to the Assignee a security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations.

The 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 Assignment to be duly executed by its officer thereunto duly authorized as of July 17, 1998.

ELIZABETH WEBBING MILLS CO., INC.

By: 

Name: Eliot Lifland

Title: President

STATE OF NEW YORK

ss.:

COUNTY OF NEW YORK

On this 17th day of July, 1978 before me personally came Eliot Lifland 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 President of Elizabeth Webbing Mills Co., Inc., a D.E. corporation, and that he executed the foregoing instrument in the firm name of Elizabeth Webbing Mills Co., 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.

Lynn S. Tanner

LYNN S. TANNER
Notary Public, State of New York
No. 02TA5084465
Qualified in New York County
Commission Expires Sept. 2, 1999

This FINANCING STATEMENT is presented to a filing officer for filing pursuant to the Uniform Commercial Code: | 3. Maturity date (if any):

1. Debtor(s) (Last Name First) and address(es)

Elizabeth Webbing Mills
Co., Inc.
521 Roosevelt Avenue
Central Falls, RI 02863

2. Secured Party(ies) and address(es)

The CIT Group/Commercial
Services, Inc., as Agent
1211 Avenue of the Americas
New York, NY 10036

For Filing Officer (Date, Time, Number,
and Filing Office)

Tax ID / Social Security No. 05-0310689

Tax ID / Social Security No.

4. This Financing Statement covers the following types (or items) of property:
This Financing Statement covers, without limitation, all of the Debtor's right, title and interest in and to all of its now existing and hereafter created or acquired trademarks and trademark registrations and license agreements with respect to any trademark or trademark registration, as more fully described on Schedule A attached hereto, including, without limitation, those trademarks and trademark registrations described in Exhibit 1 attached hereto and made a part hereof.

5. Assignee(s) of Secured Party and Address(es)

Filed with: Patent and Trademark Office

This statement is filed without the debtor's signature to perfect a security interest in collateral. (check if so)

already subject to a security interest in another jurisdiction when it was brought into this state.

which is proceeds of the original collateral described above in which a security interest was perfected:

Filed with:

Check if covered: Proceeds of Collateral are also Covered. Products of collateral are also covered. No. of additional Sheets presented: 1

ELIZABETH WEBBING MILLS CO., INC.

THE CIT GROUP/COMMERCIAL SERVICES, INC.,
AS AGENT

By:

Signature(s) of Debtor(s)

By:

Signature(s) of Secured Party(ies)

(1) Filing Officer Copy - Alphabetical

STANDARD FORM - FORM UCC-1.

TRADEMARK
REEL: 1762 FRAME: 0993

This FINANCING STATEMENT is presented to a filing officer for filing pursuant to the Uniform Commercial Code: 3. Maturity date (if any):

1. Debtor(s) (Last Name First) and address(es)

Elizabeth Webbing Mills
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5. Assignee(s) of Secured Party and Address(es)

Filed with: Patent and Trademark Office

This statement is filed without the debtor's signature to perfect a security interest in collateral. (check if so)

already subject to a security interest in another jurisdiction when it was brought into this state.

which is proceeds of the original collateral described above in which a security interest was perfected:

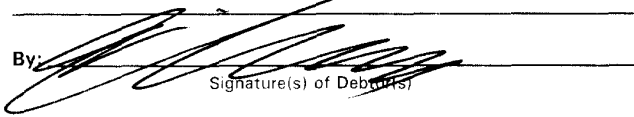
Filed with:

Check if covered: Proceeds of Collateral are also Covered. Products of collateral are also covered. No. of additional Sheets presented: 1

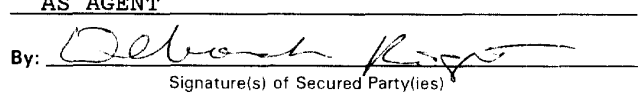
ELIZABETH WEBBING MILLS CO., INC.

THE CIT GROUP/COMMERCIAL SERVICES, INC.,
AS AGENT

By:


Signature(s) of Debtor(s)

By:


Signature(s) of Secured Party(ies)

(2) Filing Officer Copy - Numerical

This FINANCING STATEMENT is presented to a filing officer for filing pursuant to the Uniform Commercial Code: 3. Maturity date (if any):

1. Debtor(s) (Last Name First) and address(es)
Elizabeth Webbing Mills
Co., Inc.
521 Roosevelt Avenue
Central Falls, RI 02863

Tax ID / Social Security No. 05-0310689

2. Secured Party(ies) and address(es)
The CIT Group/Commercial
Services, Inc., as Agent
1211 Avenue of the Americas
New York, NY 10036

Tax ID / Social Security No.

For Filing Officer (Date, Time, Number,
and Filing Office)

4. This Financing Statement covers the following types (or items) of property:
This Financing Statement covers, without limitation, all of the
Debtor's right, title and interest in and to all of its now
existing and hereafter created or acquired trademarks and
trademark registrations and license agreements with respect to
any trademark or trademark registration, as more fully
described on Schedule A attached hereto, including, without
limitation, those trademarks and trademark registrations
described in Exhibit 1 attached hereto and made a part hereof.

5. Assignee(s) of Secured Party and
Address(es)

Filed with: Patent and Trademark Office

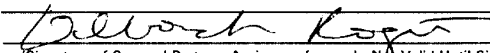
This statement is filed without the debtor's signature to perfect a security interest in collateral. (check if so)
 already subject to a security interest in another jurisdiction when it was brought into this state.
 which is proceeds of the original collateral described above in which a security interest was perfected:

Filed with:

Check if covered: Proceeds of Collateral are also Covered. Products of collateral are also covered. No. of additional Sheets presented: 1

TERMINATION STATEMENT: This Statement of Termination of Financing is presented to a Filing Officer for filing pursuant to the Uniform Commercial Code. The Secured Party certifies that the Secured Party no longer claims a security interest under the financing statement bearing the file number shown above.

Date _____ 19 _____

By: 
(Signature of Secured Party or Assignee of record. Not Valid Until Signed.)

(3) Filing Officer Copy - Acknowledgement

Filing Officer is requested to note file number, date and hour of filing on this copy and return to the person filing, as an acknowledgement.

This FINANCING STATEMENT is presented to a filing officer for filing pursuant to the Uniform Commercial Code: | 3. Maturity date (if any):

1. Debtor(s) (Last Name First) and address(es)
Elizabeth Webbing Mills
Co., Inc.
521 Roosevelt Avenue
Central Falls, RI 02863

2. Secured Party(ies) and address(es)
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1211 Avenue of the Americas
New York, NY 10036

For Filing Officer (Date, Time, Number,
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described on Schedule A attached hereto, including, without
limitation, those trademarks and trademark registrations
described in Exhibit 1 attached hereto and made a part hereof.

5. Assignee(s) of Secured Party and
Address(es)

Filed with: Patent and Trademark Office

This statement is filed without the debtor's signature to perfect a security interest in collateral. (check if so)

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which is proceeds of the original collateral described above in which a security interest was perfected:

Filed with:

Check if covered: Proceeds of Collateral are also Covered. Products of collateral are also covered. No. of additional Sheets presented: 1

ELIZABETH WEBBING MILLS CO., INC.

THE CIT GROUP/COMMERCIAL SERVICES, INC.,
AS AGENT

By:

Signature(s) of Debtor(s)

By:

Signature(s) of Secured Party(ies)

(4) Secured Party Copy

ORIGINATOR - Remove this copy and forward balance of form intact for filing.

This FINANCING STATEMENT is presented to a filing officer for filing pursuant to the Uniform Commercial Code: | 3. Maturity date (if any):

1. Debtor(s) (Last Name First) and address(es)
Elizabeth Webbing Mills
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2. Secured Party(ies) and address(es)
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described on Schedule A attached hereto, including, without
limitation, those trademarks and trademark registrations
described in Exhibit 1 attached hereto and made a part hereof.

5. Assignee(s) of Secured Party and
Address(es)

Filed with: Patent and Trademark Office

This statement is filed without the debtor's signature to perfect a security interest in collateral. (check if so)

Filed with:

already subject to a security interest in another jurisdiction when it was brought into this state.

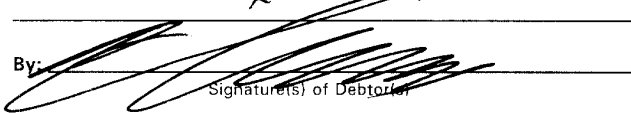
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Check if covered: Proceeds of Collateral are also Covered. Products of collateral are also covered. No. of additional Sheets presented: 1

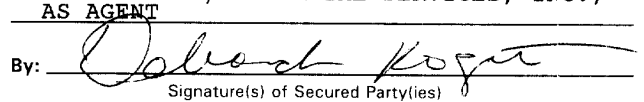
ELIZABETH WEBBING MILLS CO., INC.

THE CIT GROUP/COMMERCIAL SERVICES, INC.,
AS AGENT

By:


Signature(s) of Debtor(s)

By:


Signature(s) of Secured Party(ies)

(5) Debtor Copy

ORIGINATOR - Remove this copy and forward balance of form intact for filing.

SCHEDULE A
to UCC-1 Financing Statement Naming:

California Webbing Industries, Inc.
521 Roosevelt Avenue
Central Falls, RI 02863, as debtor ("Debtor"),

and

The CIT Group/Commercial Services, Inc., as Agent
1211 Avenue of the Americas
New York, NY 10036, as secured party ("Secured Party")

This Financing Statement covers the following types (or items) of property
(collectively, the "Collateral"):

All letters patent, design patents and utility patents, and all inventions, trade secrets, proprietary information and technology, know-how, formulae and other general intangibles of like nature, now existing or hereafter acquired (including, without limitation, all letters patent, design patents and utility patents described in Exhibit I hereto), all applications, registrations and recordings thereof (including, without limitation, applications, registrations and recordings in the United States Patent and Trademark Office or in any similar office or agency of the United States or any other country or any political subdivision thereof), and all reissues, divisions, continuations, continuations in part and extensions or renewals thereof, and (ii) all licenses, contracts or other agreements, whether written or oral, naming the Debtor as licensee or licensor and providing for the grant of any right to manufacture, use or sell any invention covered by any patent;

in each case howsoever the Debtor's interest therein may arise or appear (whether by ownership, security interest, claim or otherwise).