

MRD 2-22-99

02-25-1999

REGISTRATION
TRADE



DEPARTMENT OF COMMERCE
Patent and Trademark Office

100972917

To the Honorable Commissioner of Patents and Trademarks, Please

1. Name of Party(ies) conveying an interest:

Orbseal LLC
201 Highway 10 East
Richmond, Missouri 64085

Individual(s) Association
 General Partnership Limited Partnership
 Corporation
 Other Missouri Limited Liability Company

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

2. Name and Address of Party(ies) receiving an interest:

Name: NationsBank, N.A., As Agent
Street Address: 901 Main Street
Internal Address: TX1-492-14-11
City: Dallas State: Texas Zip: 75202

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation _____
 Other National Banking Association

Additional name(s) & address(es) attached? Yes No

3. Nature of Conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other Notice of Grant of Security Interest In Trademarks

Execution Date: February 10, 1999

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

A. Trademark Application No.(s): 75/494,841 75/604,038

Additional numbers attached? Yes No

B. Trademark Registration No.(s): N/A

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

Name: Mark H. Webbink, Esq.
Internal Address: Moore & Van Allen, PLLC
Street Address: 2200 West Main Street, Suite 800
City: Durham State: NC ZIP: 27705

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.4): \$ 65.00
 Enclosed
 Authorized to be charged to deposit account
(Any Deficiency)

8. Deposit account number:
13-4365
(Attach duplicate copy of this form 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.

Mark H. Webbink, Esq. [Signature] 2/16/99
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document: 5

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

CERTIFICATE OF MAILING

I hereby certify that this paper is being deposited with the United States Postal Service as first class mail in an envelope addressed to the Commissioner Of Patent And Trademarks, Washington, D.C. 20231, BOX ASSIGNMENTS.

Kim Oakley
(Typed or printed name of person signing the certificate)

K. Oakley
(Signature of the person signing the certificate)

2-16-99
(Date of Signature)

02/24/1999 JWB/KLS 0000099 75494841 10.00 IP 10.00 IP 02 FC:401 02 FC:402

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 February 10, 1999 (the "Security Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and NationsBank, N.A., as Administrative Agent (the "Administrative 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 Administrative Agent for the ratable benefit of the Lenders:

TRADEMARKS

<u>Trademark Applications No.</u>	<u>Description of Trademark Application For</u>	<u>Date of Trademark Applications</u>
75/494,841	ORBSEAL	06/02/98
75/604,038	TSM	12/11/98

The Obligors and the Administrative 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,

ORBSEAL LLC

By: 

Name: Robert J. Orschold

Title: President

Acknowledged and Accepted:

NATIONSBANK, N.A., as Administrative Agent

By: 

Name: Keith M. Schneider

Title: Senior Vice President