

05-10-1999



To the Honorable Commission

101032602

Record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Prince Corporation

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited
☒ Corporation-State WI Partnership
☐ Other:

Additional name(s) of conveying party(ies) attached?

☐ Yes ☒ No

4.27.99

3. Nature of conveyance:

- ☐ Assignment ☐ Merger
☒ Security Agreement ☐ Change of Name
☐ Other

Execution Date: March 25, 1999

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

A. Trademark Application No.(s)

75/501,965

Additional numbers

5. Name and address of party to whom
correspondence concerning document
should be mailed:Name: Derek C. StettnerGodfrey & Kahn, S.C.

Internal Address:

Street Address: 780 N. Water StreetCity: Milwaukee State: WI Zip: 53202

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

Name: Norwest Business Credit, Inc.

Internal Address:

Street Address: 100 East Wisconsin Ave., Suite 400City: Milwaukee State: WI Zip: 53202☐ Individual(s) citizenship☐ Association☐ General Partnership☐ Limited Partnership☒ Corporation-State Minnesota☐ OtherIf 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 names(s) & address(es) attached?

☐ Yes ☐ No

B. Trademark registration No.(s)

2,167,711

2,167,710

1,741,477

attached? ☐ Yes ☒ No

6. Total number of applications

and registrations involved:.....[4]

7. Total fee (37 CFR 3.41):\$115.00

☒ Enclosed☒ Authorized to be charged to deposit account
for any deficiencies8. Deposit account number: 07-1509(Attach duplicate copy of this page if paying by deposit
account)

DO NOT USE THIS SPACE

05/05/1999 JSHABAZZ 00000042 75501965

01 FC:481
02 FC:48240.00 OP
75.00 OP

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.*

Derek C. Stettner

Name of Person Signing

Signature

26 Apr 1999

Date

Total Number of pages comprising cover sheet: [1]

EL313116031US

TRADEMARK
REEL: 1893 FRAME: 0974

NOTICE OF TRADEMARK SECURITY AGREEMENT
(FOR RECORDATION PURPOSES)

This Notice of Trademark Security Agreement, dated as of March 25, 1999, is made by and between PRINCE CORPORATION, a Wisconsin corporation whose address and principal place of business is 8351 County H, East, Marshfield, Wisconsin 54449 (the "Debtor"), and NORWEST BUSINESS CREDIT, INC., a Minnesota corporation whose address and principal place of business is 100 East Wisconsin Avenue, Suite 1400, Milwaukee, Wisconsin 53202 (the "Secured Party").

R E C I T A L S:

The Debtor and the Secured Party have entered into a Credit and Security Agreement dated as of March 25, 1999 (as the same may hereafter be amended, supplemented or restated from time to time, the "Credit Agreement") setting forth the terms on which the Secured Party may now or hereafter make certain loans or other financial accommodations to or for the account of the Debtor.

As a further condition to making any loan or other financial accommodation under the Credit Agreement or otherwise, the Secured Party has required the execution and delivery of a Trademark Security Agreement by the Debtor.

ACCORDINGLY, in consideration of the mutual covenants contained in the Credit Agreement, the Trademark Security Agreement, and herein, the parties hereby agree as follows:

Debtor has granted a security interest in favor of the Secured Party in and with respect to the entire right, title, and interest of Debtor in the trademarks identified in the attached schedule (the "Trademarks"), together with the goodwill of the business symbolized by said Trademarks.

IN WITNESS WHEREOF, the parties have executed this Notice of Trademark Security Agreement as of the date written above.

NORWEST BUSINESS CREDIT, INC.

PRINCE CORPORATION

By: *John M. Stewart*
Its: *Vice President*

By: *Jay Emling*
Its: *President*

STATE OF WISCONSIN)
)
COUNTY OF MILWAUKEE)

The foregoing instrument was acknowledged before me this 25th day of March, 1999, by Jay D. Emling, the President of Prince Corporation, a Wisconsin corporation, on behalf of the corporation.



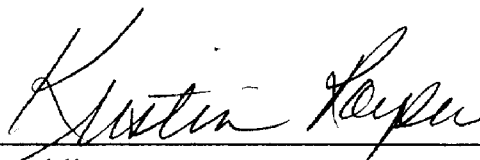
Notary Public

My commission

is permanent

STATE OF WISCONSIN)
)
COUNTY OF MILWAUKEE)

The foregoing instrument was acknowledged before me this 25th day of March, 1999, by John M. Stewart, a Vice President of Norwest Business Credit, Inc., a Minnesota corporation, on behalf of the corporation.



Notary Public

My commission

is permanent

MW306415_1.DOC

UNITED STATES ISSUED TRADEMARKS, SERVICE MARKS
AND COLLECTIVE MEMBERSHIP MARKS

REGISTRATIONS

<u>Mark</u>	<u>Registration Number</u>
PRINCE	2,167,711
PRINCE COUNTRY	2,167,710
DEERLICIOUS	1,741,477

APPLICATION

<u>Mark</u>	<u>Serial Number</u>
MERCHANDISE PLUS	75/501,965