

10-22-1999



SHEET

MRD 10.18.99

101180367

Attorney Docket No. 7422.0001

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name(s) of conveying party(ies):

Crown International, Inc.

- Individual(s)  Association
- General Partnership  Limited Partnership
- Corporation of Indiana

Other: \_\_\_\_\_

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

3. Nature of conveyance:

- Assignment  Merger
- Security Agreement  Change of Name

Other: Correction to Recordal of Security Agreement

Execution Date: September 1, 1998

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

Name: Bank One, Indiana, NA

Address: 111 Monument Circle

P.O. Box 7700

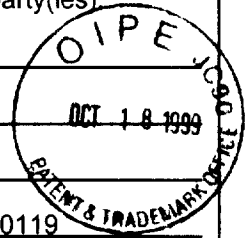
Indianapolis, Indiana 46277-0119

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation of Indiana
- Other:

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No

(Designation must be a separate document from Assignment)

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



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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,219,142  
2,165,434  
2,150,284

Additional numbers attached?  Yes  No

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

Name: David M. Kelly, Esq.

Address: Finnegan, Henderson, Farabow,

Garrett & Dunner, L.L.P.

1300 I Street, N.W.

Washington, D.C. 20005-3315

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41): \$ 90

- Enclosed
- Authorized to be charged to deposit account
- Authorized to be charged to deposit account only if fee is deficient

8. Deposit account number:

06-0916

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.

David M. Kelly  
Name of Person Signing

[Signature]  
Signature

10-7-99  
Date

Total number of pages including cover sheet, attachments, and document: 3

10/21/1999 DNGUYEN 00000165 2219142

01 FC:481 40.00 OP  
02 FC:482 50.00 OP

TRADEMARK  
REEL: 001977 FRAME: 0941

ASSIGNMENT FOR SECURITY

(TRADEMARKS)

WHEREAS, CROWN INTERNATIONAL, INC., an Indiana corporation (herein referred to as "Borrower"), has adopted, used and is using the trademarks listed on the annexed Schedule I-A, which trademarks are registered in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, Borrower is obligated and indebted to BANK ONE, INDIANA, NA (herein referred to as "Bank"), and has entered into the Trademark Assignment, Security Agreement and Mortgage (the "Agreement") in favor of Bank; and

WHEREAS, pursuant to the Agreement, Borrower has assigned to Bank and granted to Bank a security interest in, and mortgage on, all right, title and interest of Borrower in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof, to secure the payment, performance and observance of the Obligations, as defined in the Agreement.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Borrower does hereby further assign unto Bank and grant to Bank a security interest in, and mortgage on, the Trademarks to secure the prompt payment, performance and observance of the Obligations.

Borrower does hereby further acknowledge and affirm that the rights and remedies of Bank with respect to the assignment of, security interest in and mortgage on the Trademarks made and granted hereby are more fully set forth in the Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, Borrower has caused this Agreement to be duly executed by its officer thereunto duly authorized effective as of the 1st day of September, 1998.

CROWN INTERNATIONAL, INC.

By: John Belstetter

Printed: John Belstetter

Title: CFO

TRADEMARK  
REEL: 1809 FRAME: 0054  
TRADEMARK  
REEL: 001977 FRAME: 0942

STATE OF IN )  
 ) SS:  
COUNTY OF Elkhart )

Before me the undersigned, a Notary Public in and for said County and State, personally appeared John Bulstetter, the CEO of Crown International, Inc., an Indiana corporation, who acknowledged the execution of the foregoing Trademark Assignment, Security Agreement and Mortgage on behalf of such corporation.

WITNESS, my hand and Notarial Seal this 30 day of September, 1998.

Risa Wright  
Notary Public

My County of Residence:

Elkhart

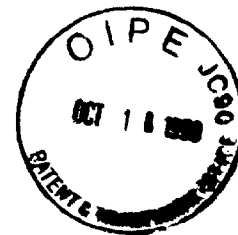
My Commission Expires:

Aug. 31, 2006

SCHEDULE A TO SECURITY AGREEMENT

TRADEMARKS

Crown International, Inc.  
Registered Trademarks (1)



Registration Number	Description of Mark	Date of Registration	Country
1,924,460	ADAPTAPACK	10/03/95	US
2,006,803	AIRFRAME	10/08/96	US
1,983,040	AIR FORCE	06/25/96	US
1,192,742	AMCRON	03/30/82	US
2,166,304	BCA	06/16/98	US
1,628,028	COM-TECH	12/18/90	US
1,689,943	CROWN	06/02/92	US
1,137,593	CROWN	07/08/90	US
864,705	CROWN	02/11/69	US
1,241,893	CROWN	06/14/83	US
1,756,043	CSL	03/02/93	US
1,747,700	DATAFRAME	01/19/93	US
1,151,524	DC-300	04/21/81	US
1,262,281	DELTA OMEGA DESIGN	12/27/83	US
1,140,244	DESIGN OF CROWN	10/07/80	US
1,906,369	DFOS	07/18/95	US
1,486,816	DIFFEROID	05/03/88	US
1,696,871	GEODYNE	06/23/92	US
1,132,609	IOC	04/08/80	US
2,108,109	IQ	10/28/97	US
1,617,393	IQ SYSTEM	10/16/90	US
2,137,287	KZ	02/17/98	US
1,529,417	MACRO-TECH	03/14/89	US
1,350,422	MICRO-TECH	07/23/85	US
2,165,434	MISC. DESIGN	06/16/98	US
1,229,018	MULTI-MODE	03/01/83	US
1,632,187	ODEP	01/22/91	US
1,478,359	P.I.P.	03/01/88	US

TRADEMARK  
REEL: 1809 FRAME: 0056  
TRADEMARK  
REEL: 001977 FRAME: 0944

2,125,178	PB	12/30/97	US
1,351,515	PCC	07/30/85	US
1,379,816	PHASE COHERENT CARDIROID	01/21/86	US
1,996,026	POWER BASE	08/20/96	US
1,442,930	POWER BASE-1 (STYLIZED)	06/16/87	US
1,500,382	POWER BASE-2 (STYLIZED)	08/16/88	US
1,227,096	PRESSURE ZONE MICROPHONE	02/08/83	US
1,183,533	PZM	12/29/81	US
1,181,962	PZM	12/15/81	US
1,623,481	SASS	11/20/90	US
1,253,431	SERVICE PLUS	10/04/83	US
1,732,027	SOUND LAB	11/10/92	US
2,150,284	SPECTRACAST	04/14/98	US
1,818,829	TECHRON	02/01/94	US
1,525,291	TECHRON	02/21/89	US
1,201,534	TEF	07/13/82	US
2,114,825	TEF PAD	11/18/97	US
1,704,166	VZ	07/28/92	US
1,227,414	WHEN YOU'RE READY FOR REAL	02/15/83	US
2,024,533	WINGS	12/17/96	US

**TRADEMARK APPLICATIONS**

Application Number	Description of Mark	Date of Registration	Country
74/649,801	CONTROLLED FREEDOM	03/21/95	US
75/170,385	NEARCAST	07/15/97	US
75/021,625	SMART AMP	11/17/95	US
(not yet assigned)	ULTRA-TECH	08/13/98	US

(1) All trademarks owned by Crown International, Inc. and registered in the United States.

FLDS01 GKC 74920

RECORDED: 10/30/1998

RECORDED: 10/18/1999

**TRADEMARK**  
 REEL: 1809 FRAME: 0057  
**TRADEMARK**  
 REEL: 001977 FRAME: 0945