

12-17-1999



FORM PTO-1618A
Expires 06/30/00
OMB 0661-0027

101225234

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

MRD
10-7-99

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type <input checked="" type="checkbox"/> New <input type="checkbox"/> Resubmission (Non-Recordation) Document ID # _____ <input type="checkbox"/> Correction of PTO Error Reel # _____ Frame # _____ <input type="checkbox"/> Corrective Document Reel # _____ Frame # _____	Conveyance Type <input type="checkbox"/> Assignment <input type="checkbox"/> License <input checked="" type="checkbox"/> Security Agreement Reaffirmation and <input type="checkbox"/> Merger Amendment <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Effective Date Month Day Year 11 16 99
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Conveying Party Mark if additional names of conveying parties attached

Name ASM Company, Inc. Execution Date
 Month Day Year
 11 16 99

Formerly _____

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization California

Receiving Party Mark if additional names of receiving parties attached

Name Fleet Capital Corporation, as a Lender and as Administrative Agent

DBA/AKA/TA _____

Composed of _____

Address (line 1) 20800 Swenson Drive, Suite 350

Address (line 2) _____

Address (line 3) Waukesha WI 53186
 City State/Country Zip Code

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Rhode Island

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

12/17/1999 TTRK11 0000032 1779430 FOR OFFICE USE ONLY

01 FC1481 40.00 OP
 02 FC1482 75.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0661-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0661-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information **TRADEMARK**
 REEL: 002000 FRAME: 0381

Domestic Representative Name and Address Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text" value="74/735800"/>	<input type="text" value="74/547452"/>	<input type="text"/>	<input type="text" value="1739450"/>	<input type="text" value="1,949,461"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Trisha Neal

Name of Person Signing

Trisha Neal

Signature

12-2-99

Date Signed

REAFFIRMATION AND AMENDMENT

ASM Company, Inc., a California corporation ("ASM"), Homax Products, Inc., a Delaware corporation, Rhodes*American Products, Inc., a Delaware corporation f/k/a RA Products, Inc., Tile Care Products, Inc., a Delaware corporation f/k/a Tile Care Products Acquisition Co. and Ultrablend Systems, Inc., a New Hampshire corporation (collectively "Borrowers") desire to receive loans and certain other financial accommodations pursuant to the terms of a certain Amended and Restated Loan and Security Agreement of even date herewith among Borrowers, Fleet Capital Corporation, a Rhode Island corporation, as a Lender and as Administrative Agent, Heller Financial, Inc., a Delaware corporation, as a Lender and as Documentation Agent and certain financial institutions which are or may become parties thereto from time to time, each as a Lender (as the same may be amended, restated, supplemented or otherwise modified from time to time, the "Loan Agreement"; capitalized terms used herein without definition shall have the meanings ascribed thereto in the Loan Agreement). To induce Co-Agents and Lenders to make loans and to extend financial accommodations to Borrowers, ASM hereby agrees with Administrative Agent, for its benefit and the benefit of the Lenders, as follows:

(i) All references in that certain Patent Mortgage dated as of June 8, 1999 executed by ASM in favor of Administrative Agent (the "Patent Mortgage") to a certain Loan and Security Agreement dated as of June 8, 1999 among Homax, ASM and Fleet, individually and as Administrative Agent, shall be deemed to refer to the Loan Agreement. ASM hereby agrees that Administrative Agent may file a manually executed original of this Reaffirmation and Amendment with the United States Patent Office in respect of the U.S. Patents described on Exhibit A hereto.

(ii) All references in that certain Trademark Mortgage dated as of June 8, 1999 executed by ASM in favor of Administrative Agent (the "Trademark Mortgage") to a certain Loan and Security Agreement dated as of June 8, 1999 among Homax, ASM and Fleet, individually and as Administrative Agent, shall be deemed to refer to the Loan Agreement. ASM hereby agrees that Administrative Agent may file a manually executed original of this Reaffirmation and Amendment with the United States Trademark Office in respect of the U.S. Trademarks described on Exhibit B hereto.

Except as set forth above, each of the Trademark Mortgage and the Patent Mortgage (together, the "Specified Agreements") shall remain unmodified and in full force and effect. ASM hereby reaffirms its obligations and liabilities under each of the Specified Agreements, each as amended hereby, and acknowledges that each of the Specified Agreements shall remain in full force and effect following the execution and delivery of the Loan Agreement.

This Reaffirmation is dated as of the 6th day of November, 1999.

ASM COMPANY, INC.

By Michael S. S.
Name Michael S. S.
Its Asst. Sec.

Acknowledged and Agreed to as
of the day and date written above

FLEET CAPITAL CORPORATION,
as Administrative Agent

By: _____
Its: _____

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This Reaffirmation is dated as of the 14th day of November, 1999.

ASM COMPANY, INC.

By _____
Name _____
Its _____

Acknowledged and Agreed to as
of the day and date written above

FLEET CAPITAL CORPORATION,
as Administrative Agent

By: *Sandra J. Lewis*
Its: *Senior Vice President*

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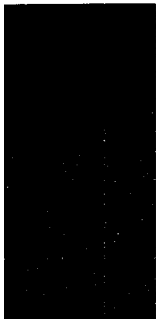


EXHIBIT A

PATENTS

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2759.112

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ASM COMPANY, INC.

PATENTS

- US PATENT #4466236** - Adjustable Spray Nozzle - 8/14/84
- US PATENT #4482481** - Spray Tip - 11/20/84
- US PATENT #4484707** - Spray Tip - 11/27/84
- US PATENT #4537355** - Spray Tip - 8/27/95
- US PATENT #4716537** - Spray Tip - 12/29/87
- US PATENT #4736892** - Self Aligning Spray Tip - 4/12/88
- US PATENT #4757947** - Spray Tip with Improved Turret Seal - 7/19/88
- US PATENT #4830281** - Spray Tip with Seal Ejector - 5/16/89
- *US PATENT #5094402** - High Performance Spray Head - 3/10/92
- US PATENT #5280853** - Single Piece Spray Tip - 1/25/94
- US PATENT #5294053** - Airless Spray Head with Improved Orifice Tip Mounting - 3/15/94
- US PATENT #5379938** - Seal for Airless Spray Gun - 1/10/95
- US PATENT #5379939** - Single Piece Spray Tip - 1/10/95
- US PATENT #5454515** - Spray Tip for Flat Orifice Tip - 10/3/95
- US PATENT APPLICATION** - Airless Spray Head with Solids Comminuter, filed 10/21/96 - Serial No. 08/740,021

* Only two of the three inventors have assigned their interests in this patent to ASM Company, Inc.



EXHIBIT B
TRADEMARKS

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ASM Company, Inc.

Trademarks

1. Reg. No. 1739450 - ASM Company, Inc. & Design - 12/15/92
2. Reg No. 1,949,461 - "Zip-Tip"

There is one (1) pending trademark application and one (1) abandoned trademark application:

1. Application No. 74/735800 - "Zip-Tip"
2. Application No. 74/547452 - S ASM SERVICE (and design), abandoned December 29, 1995.

1010017 v1: LHM&M1.DOC

RECORDED: 12/07/1999

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