



101242550

RECEIVED

1999 DEC 29 AM 10:30

OPR/FINANCE

12-29-99

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

1. Name of conveying party(ies):
Arachnid, Inc.

Individuals Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____

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

2. Name and address of receiving party(ies):
Name: Martin Automatic, Inc.
Internal Address: _____
Street Address: 1661 Northrock Court
Rockford, IL 61103
City: _____ State: _____ ZIP: _____

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other Security Interest Recordation

Execution Date: December 20, 1999

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1885361
1885381

Additional numbers attached? Yes No

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

Name: Jenner & Block/Attn: R.M. Perkins
Internal Address: R. M. Perkins
01/11/2000 JSHABAZZ 00000093 1885361

01 FC:481	40.00 OP
02 FC:482	25.00 OP

Street Address: Jenner & Block
One Westminster Place
Lake Forest, IL 60045
City: _____ State: _____ ZIP: _____

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41)..... \$ 65.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page 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.

Jenner & Block/Randolph M. Perkins By: Randolph M. Perkins Date: December 23, 1999
Name of Person Signing Signature/Randolph M. Perkins

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

SECURITY INTEREST RECORDATION -- TRADEMARKS

WHEREAS, Arachnid, Inc., having an office at 6320 Material Avenue, Loves Park, Illinois 61111 (hereinafter "Arachnid") is the owner of the entire right, title and interest in and to the U.S. Trademark Registrations identified on Exhibit A, attached hereto (hereinafter the "Trademarks"); and

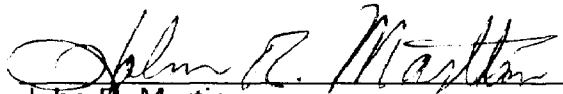
WHEREAS, Martin Automatic, Inc., 1661 Northrock Court, Rockford, Illinois 61103, has been granted a security interest in the Trademarks by Arachnid in accordance with the Illinois Uniform Commercial Code, and the security interest in the Trademarks has been or will be perfected under Illinois law by the filing of a financing statement, a copy of which is attached hereto as Exhibit B.

NOW THEREFORE, Arachnid hereby reaffirms and again memorializes that it has granted a security interest in the Trademarks to Martin Automatic, Inc. and hereby acknowledges that it has caused this Security Interest Recordation (including without limitation the financing statement attached hereto as Exhibit B) to be recorded for the purpose of further perfecting such security interest.

IN ADDITION, this document also confirms that the Trademarks do not include the following mark:

Application Number: 74499973 Filing Date: 03/07/1994
Registration Number: 1885381 Issue Date: 03/21/1995
Mark: Brighton Since 1936
Drawing Type: Words, Letters, or Numbers and Design.

ARACHNID, INC.


John R. Martin
President

CERTIFICATE OF ACKNOWLEDGMENT

STATE OF ILLINOIS)
)
COUNTY OF WINNEBAGO)

This Certificate of Acknowledgment is being made and executed pursuant to the Uniform Recognition of Acknowledgment Act, as amended, by me, a Notary Public commissioned in and for the County of Winnebago, State of Illinois.

I certify that the foregoing Security Interest Recordation was acknowledged before me this 30th day of December, 1999, by John R. Martin, the President of Arachnid, Inc., an Ohio corporation, on behalf of that corporation.




Kathi A. Stackowicz
Notary Public

My Commission expires:
11/18/01

EXHIBIT A

U.S. REGISTRATION NO.	TRADEMARK
1123181	ARACHNID INC. and Design
1832314	ARACHNID INC. Gaming AKQJ 10 and Design
1843248	BULLSHOOTER
1830363	BULLSHOOTER
1840017	LUCKY TOUCH
1697770	TARGET Design
1614997	TIC TAC DARTS
1885361	TOP GUN SHOOT-OUT
2071881	ARACHNID
1918914	CHUCK A. LUCK DARTS
1348039	DARTMAN DESIGN
1161040	ENGLISH MARK DARTS AND DESIGN
1301832	ENGLISH MARK DARTS AND MAN DESIGN
1455539	SMART DARTS
1493296	SPIDER WRITER

Document Number: 4536

STATE OF ILLINOIS
UNIFORM-COMMERCIAL CODE - FINANCING STATEMENT - FORM UCC-1

REORDER FROM
 MODERN LAW FOR
 CHICAGO
 (312) 940-1688

INSTRUCTIONS:

1. PLEASE TYPE this form. Fold only along perforation for mailing.
2. Remove Secured Party and Debtor copies and send other 3 copies with interleaved carbon paper to the filing officer. Enclose filing fee.
3. If the space provided for any item(s) on the form is inadequate the item(s) should be continued on additional sheets, preferably 5" x 8" or 8" x 10". Only one of such additional sheets need be presented to the filing officer with a set of three copies of the financing statement. Long schedules of collateral, indentures, etc., be on any size paper that is convenient for the secured party.

This STATEMENT is presented to a filing officer for filing pursuant to the Uniform Commercial Code.

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

Arachnid, Inc.
 6320 Material Avenue
 Loves Park, IL 61111

Secured Party(ies) and address(es)

Martin Automatic, Inc.
 1661 Northrock Court
 Rockford, IL 61103

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

1. This financing statement covers the following types (or items) of property:

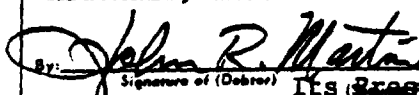
SEE EXHIBIT A ATTACHED

ASSIGNEE OF SECURED PARTY

2. Products of Collateral are also covered.

- Additional sheets presented.
- Filled with Office of Secretary of State of Illinois.
- Debtor is a transmitting utility as defined in UCC §9-105.

Arachnid, Inc.

By: 

Signature of Debtor Its President

* Signature of Debtor Required in Most Cases;
 Signature of Secured Party in Cases Covered by UCC § 9-402 (2)

FILING OFFICER COPY-ALPHABETICAL

This form of financing statement is approved by the Secretary of State.

STANDARD FORM - UNIFORM COMMERCIAL CODE - FORM UCC-1 - REV. 1978

**EXHIBIT A TO FINANCING STATEMENT
DESIGNATING ARACHNID, INC. AS DEBTOR AND
MARTIN AUTOMATIC, INC. AS SECURED PARTY**

This Financing Statement covers the following types (or items) of property:

All of the right, title and interest of Arachnid, Inc. ("Debtor") in and to the following assets and property of Debtor, wherever located, whether now owned or hereafter acquired or arising, together with all replacements therefore, proceeds (including without limitation insurance proceeds), products, rents, issues, profits and returns thereof (all referred to as the "Collateral"):

- A. Any and all accounts, contract rights, notes, drafts, chattel paper, instruments, documents and general intangibles consisting of rights to payment (all as defined in the Uniform Commercial Code as in effect in Illinois);
- B. All inventory, goods, merchandise and other personal property held for sale or lease, or furnished or to be furnished under any contract of service, or held as raw materials, work in process or material used or consumed, or to be used or consumed, in business;
- C. All equipment, machinery, fixtures and supplies and any and all parts, accessories, attachments, fittings, special tools, additions and accessories thereto and any renewals, substitutions or replacements thereof, including licenses, vehicles, plant trucks, furniture, office equipment and minor plant equipment;
- D. Vehicles;
- E. Rights as seller of goods and rights to returned, rejected or repossessed goods;
- F. All general intangibles, including choses in action, designs, patents, trademarks, service marks, trade names, good will, applications for registration, registrations, licenses, franchises, customer lists, rights to indemnification and all other intangible property of every nature (other than accounts, contract rights, notes, drafts, chattel paper, instruments, documents and general intangibles consisting of rights to payment (all as defined in the Uniform Commercial Code as in effect in Illinois));
- G. All books and records pertaining to any of the foregoing or any of the items referred to in Subpart H below; and
- H. Any now owned or hereafter acquired assets or other property of Debtor not otherwise mentioned in Subparts A through G above.

* * *