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| | Individual (| General Partnership | Limited Parnership | Corporation Association | | |
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| | Citizenship/State of Incorporation/Organization Delaware Receiving Party Mark if additional names of receiving parties attached | | | | | |
| | Receiving Party Mark if additional names of receiving parties attached Name First Union National Bank, as Agent | | | | | |
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| | Address (line 3) | | North Carolina | 28288 | | |
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| | Corporation | Association | | d the receiving party is not domiciled in United States, an appointment of a | | |
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| | document and gathering th | he data needed to complete the Cover Sheet. Se | end comments regarding this burden estimat | Sheet to be recorded, including time for reviewing the e to the U.S. Patent and Trademark Office, Chief | | |
| | | nington, D.C. 20231 and to the Office of Inform D.C. 20503. See OMB Information Collection 1 | | gement and Budget, Paperwork Reduction Project mark Assignment Practice. DO NOT SEND | | |
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| Correspondent | Name and Addre | SS | | |
| - | | | lephone Number (919) 286-8000 | |
| | | | (513) 280 8000 | |
| Name | Steven D. The | omas | | |
| 1 (41110 | | | | |
| Address (line 1) | Moore & Van | Allen PLLC | | |
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| Address (line 2) | 2200 West 141 | in street | | |
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NOTICE

OF

GRANT OF SECURITY INTEREST

IN

TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Loan and Security Agreement dated as of September 29, 1998 (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and First Union National Bank, Lender (the "Lender"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Lender:

TRADEMARKS

Description of Trademark

Trademark No.

Date of

Trademark No.

Trademark

See attached Schedule A

TRADEMARK APPLICATIONS

Trademark Description of Trademark Date of Trademark

<u>Application No.</u> <u>Applied For</u> <u>Application</u>

See attached Schedule A

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TRADEMARK REEL: 002148 FRAME: 0574

The Obligors and the 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,

AFA PRODUCTS, INC.

By:_

Name: Title:__

Acknowledged and Accepted:

FIRST UNION NATIONAL BANK,

gent/ as

By:

AFA Products Inc. (Delaware Corporation) D/B/A The AFA Corporation 135 Pine Street Forest City, NC 28043

U.S. Trademarks

Registered Trademarks

| | | Regul Date |
|----------------------|-----------|------------|
| ECOSPRAYER | 2,063,559 | 5/20/97 |
| AFA and Design | 1,683,819 | 4/21/92 |
| AFA | 1,682,985 | 4/14/92 |
| AFA | 1,644,982 | 5/21/91 |
| Miscellaneous design | 1,666,455 | 12/3/91 |
| Miscellaneous design | 1,670,981 | 1/7/92 |
| Miscellaneous design | 1,670,980 | 1/7/92 |
| AFA and Design | 1,623,325 | 11/20/90 |
| Miscellaneous design | 1,640,249 | 4/9/91 |
| Miscellaneous design | 1,637,413 | 3/12/91 |
| Miscellaneous design | 1,634,662 | 2/12/91 |
| FOGMASTER TRI-JET | 1,410,213 | 9/23/86 |

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