

02-07-2001



2/7/01

101607234
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

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger Change of Name
 - Other Trademark Collateral Agreement
- Effective Date
Month Day Year
1/31/01

Conveying Party

Mark if additional names of conveying parties attached

Name Gerber Plumbing Fixtures Corp.

Execution Date
Month Day Year
1/31/01

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Indiana corporation

Receiving Party

Mark if additional names of receiving parties attached

Name Harris Trust and Savings Bank

DBA/AKA/TA _____

Composed of _____

Address (line 1) 111 West Monroe Street

Address (line 2) _____

Address (line 3) Chicago

City

Illinois

State/Country

60603

Zip Code

- Individual General Partnership Limited Partnership Corporation Association
- Other Illinois banking corporation
- Citizenship/State of Incorporation/Organization _____

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.)

RECEIVED
2001 FEB -7 AM 9:48
ASSIGNMENT SERVICES DIVISION

FOR OFFICE USE ONLY

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 (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, 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 to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

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) **RETURN TO:**

Address (line 2) **FEDERAL RESEARCH CORP.**

Address (line 3) **400 SEVENTH STREET NW**

Address (line 4) **SUITE 101**

WASHINGTON DC 20004

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="See Schedule A-1 attached hereto"/>	<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.

Elizabeth A. Szklarz  1/31/01

Name of Person Signing Signature Date Signed

**SCHEDULE A-1
TO TRADEMARK COLLATERAL AGREEMENT**

**GERBER U.S. FEDERALLY-REGISTERED
TRADEMARKS AND SERVICE MARK**



Mark	Goods or Services Identified in the Certificate of Registration	Date of Registration and Registration Number
	<p>“Plumbing, bathroom, and kitchen products, namely, tub and shower valves, lavatory faucets, tub drains, laundry tray faucets, kitchen faucets, bar faucets, toilets, lavatories, urinals, bidets, tubs, and repair/replacement parts for the same”</p>	<p>January 6, 1998 Registration No. 2,127,185</p>
<p>CERAMAFLOW®</p>	<p>“Ceramic disc cartridges sold as a component of water faucets”</p>	<p>November 13, 1990 Registration No. 1,622,345</p>
<p>GERBER®</p>	<p>“Plumbing fixtures-namely, water closets, water closet tanks, lavatories, urinals, bidets, shower stalls, valves and plumbing brass goods-namely, bath and shower fixtures, bathtub drains, lavatory fixtures, laundry tray faucets and kitchen faucets”</p>	<p>June 15, 1982 Registration No. 1,197,796</p>
	<p>“Plumbing fixtures-namely, water closets, water closet tanks, lavatories, urinals, bidets, shower stalls, valves and plumbing brass goods, including bath and shower stalls, valves and plumbing brass goods, including bath and shower fixtures, bathtub drains, lavatory fixtures, laundry tray faucets and kitchen faucets”</p>	<p>October 6, 1981 Registration No. 1,172,156</p>
<p>LA MER®</p>	<p>“Bathroom fixtures, namely lavatories”</p>	<p>April 29, 1986 Registration No. 1,391,517</p>
<p>MIRAGE®</p>	<p>“Bathroom fixtures, namely toilets”</p>	<p>April 22, 1986 Registration No. 1,390,693</p>

Mark	Goods or Services Identified in the Certificate of Registration	Date of Registration and Registration Number
DECORLINE®	"Faucet lever handles"	July 9, 1985 Registration No. 1,347,589
GERBER HARDWATER®	"Plumbing, bathroom, and kitchen products, namely, tub and shower valves, lavatory faucets, tub drains, laundry tray faucets, kitchen faucets, bar faucets, toilets, lavatories, urinals, bidets, tubs, and repair/replacement parts for the same"	July 28, 1998 Registration No. 2,176,236
EASYBACK®	"Spring mechanism used in conjunction with plumbing fixtures, namely, faucets"	September 29, 1998 Registration No. 2,191,935
GERBER HARDGLOSS®	"Plumbing, bathroom, and kitchen products, namely, sinks, tubs and trays, and repair/replacement parts for the same"	September 22, 1998 Registration No. 2,191,575
GERBER HARDWATER FAMILY®	"Plumbing, bathroom, and kitchen products, namely, tub and shower valves, lavatory faucets, tub drains, laundry tray faucets, kitchen faucets, bar faucets, toilets, lavatories, urinals, bidets, and repair/placement parts for the same"	November 3, 1998 Registration No. 2,202,262
HARDWATER BY GERBER®	"Plumbing, bathroom, and kitchen products, namely, tub and shower valves, lavatory faucets, tub drains, laundry tray faucets, kitchen faucets, bar faucets, toilets, lavatories, urinals, bidets, tubs, and repair/replacement parts for the same"	November 10, 1998 Registration No. 2,203,319
SAFETEMP®	"Plumbing, bathroom, and kitchen products, namely, tub and shower valves, lavatory faucets, kitchen faucets, and repair/replacement parts for the same"	March 2, 1999 Registration No. 2,227,369
PURECAST® (Trademark)	"Plumbing products, intended for use in connection with the distribution, delivery and discharge of potable water, namely, faucets"	March 16, 1999 Registration No. 2,232,783

Mark	Goods or Services Identified in the Certificate of Registration	Date of Registration and Registration Number
SEA SPOUT®	"Plumbing, bathroom, and kitchen products, namely, lavatory faucets, laundry tray faucets, kitchen faucets, bar faucets, and repair/replacement parts for the same"	March 16, 1999 Registration No. 2,231,490
PURECAST® (Service Mark)	"Chemical treatment of plumbing products, fixtures and fittings, namely, faucets intended for use in connection with the distribution, delivery, and discharge of potable water"	June 29, 1999 Registration No. 2,258,164

GERBER FOREIGN-REGISTERED TRADEMARKS

Gerber Canadian Registered Trademarks

Trademark	Goods Identified in the Certificate of Registration	Date of Registration and Registration Number
GERBER®	"Plumbing fixtures namely, water closets, water closet tanks, lavatories, urinals, bidets, valves and plumbing brass goods namely, bath and shower fixtures, bathtub drains, lavatory fixtures, laundry tray faucets and kitchen faucets"	October 23, 1992 Registration No. TMA403,909
GERBER HARDWATER®	"Plumbing, bathroom, and kitchen products namely, tub and shower valves, lavatory faucets, tub drains, laundry tray faucets, kitchen faucets, bar faucets, toilets, lavatories, urinals, bidets, tubs and repair/replacement parts for the same"	July 23, 1999 Registration No. TMA513,159
	"Plumbing, bathroom, and kitchen products, namely, tub and shower valves, lavatory faucets, tub drains, laundry tray faucets, kitchen faucets, bar faucets, toilets, lavatories, urinals, bidets, tubs, and repair/replacement parts for the same"	July 21, 2000 Registration No. TMA530,318
	"Plumbing fixtures namely, water closets, water closet tanks, lavatories, urinals, bidets, valves and plumbing brass goods including, bath and shower stalls, valves and plumbing brass goods, namely bath and shower fixtures, bathtub drains, lavatory fixtures, laundry tray faucets and kitchen faucets"	August 27, 1993 Registration No. TMA415,914

Gerber Guatemalan Registered Trademarks

Trademark	Goods Identified in the Certificate of Registration	Date of Registration and Registration Number
GERBER®	“Plumbing fixtures-namely, water closets, water closet tanks, lavatories, urinals, bidets, shower stalls, valves and plumbing brass goods-namely, bath and shower fixtures, bathtub drains, lavatory fixtures, laundry tray faucets and kitchen faucets”	May 7, 2000 Registration No. 104,749
MIRAGE®	“Bathroom fixtures, namely toilets”	May 7, 2000 Registration No. 104,751
AQUA SAVER®	“Bathroom fixtures, namely toilets”	May 7, 2000 Registration No. 104,750
GERBER HARDWATER®	“Plumbing, bathroom, and kitchen products, namely, tub and shower valves, lavatory faucets, tub drains, laundry tray faucets, kitchen faucets, bar faucets, toilets, lavatories, urinals, bidets, tubs, and repair/replacement parts for the same”	May 7, 2000 Registration No. 104,753
GERBER HARDGLOSS®	“Plumbing, bathroom, and kitchen products, namely, sinks, tubs and trays, and repair/replacement parts for the same”	May 7, 2000 Registration No. 104,754
GERBER HARDWATER FAMILY®	“Plumbing, bathroom, and kitchen products, namely, tub and shower valves, lavatory faucets, tub drains, laundry tray faucets, kitchen faucets, bar faucets, toilets, lavatories, urinals, bidets, and repair/placement parts for the same”	May 7, 2000 Registration No. 104,752

Pending Guatemalan Trademark Application

Trademark	Goods Identified in Application
SAFETEMP™	“Plumbing, bathroom, and kitchen products, namely, tub and shower valves, lavatory faucets, kitchen faucets, and repair/replacement parts for the same”

GERBER PENDING U.S. TRADEMARK APPLICATION
MADE ON ACTUAL USE BASIS

Trademark

ULTRA FLUSH™

Goods Identified in Application

“Plumbing and bathroom fixtures-namely, toilets.”

CURRENT TRADEMARKS

Mark	Goods and Services	Registration No.	Registration Status	Applicant
GERBER	Plumbing fixtures - namely, water closets, water closet tanks, lavatories, urinals, bidets, shower stalls, valves and plumbing brass goods - namely, bath and shower fixtures, bathtub drains, lavatory fixtures, laundry tray faucets and kitchen faucets	1,197,796	Registered	Glenn A. Rice Levin & Funkhouser Ltd. 55 W. Monroe St. Ste. 2410 Chicago, IL 60603
GERBER G (Stylized)	Plumbing fixtures - namely, water closets, water closet tanks, lavatories, urinals, bidets, shower stalls, valves and plumbing brass goods, including bath and shower stalls, valves and plumbing brass goods, including bath and shower fixtures, bathtub drains, lavatory fixtures, laundry tray faucets and kitchen faucets	1,172,156	Registered	Glenn A. Rice Levin & Funkhouser Ltd. 55 W. Monroe St. Ste. 2410 Chicago, IL 60603
DECORLINE	Faucet lever handles	1,347,589	Registered	Glenn A. Rice Levin & Funkhouser Ltd. 55 W. Monroe St. Ste. 2410 Chicago, IL 60603
LA MER <SEA>	Bathroom fixtures, namely lavatories	1,391,517	Registered	Glenn A. Rice Levin & Funkhouser Ltd. 55 W. Monroe St. Ste. 2410 Chicago, IL 60603

Mark	Goods or Services	Reg. No.	Reg. Status	Owner
MIRAGE	Bathroom fixtures, namely toilets	1,390,693	Registered	Glenn A. Rice Levin & Funkhouser Ltd. 55 W. Monroe St. Ste. 2410 Chicago, IL 60603
CERAMAFLOW	Ceramic disc cartridges sold as a component of water faucets	1,622,345	Registered	Glenn A. Rice Levin & Funkhouser Ltd. 55 W. Monroe St. Ste. 2410 Chicago, IL 60603
HARDWATER	Plumbing fittings, namely faucets	74-664291	Abandoned Intent to Use:: 1997	Marshall W. Sutker Laff, Whitesel, Conte & Saret, Ltd. 401 N. Michigan Avenue, Suite 1700 Chicago, IL 60611-4212
HARDWATER FAUCETS (Stylized)	Plumbing fittings, namely faucets	74-673009	Abandoned Intent to Use:: 1997	Marshall W. Sutker Laff, Whitesel, Conte & Saret, Ltd. 401 N. Michigan Avenue, Suite 1700 Chicago, IL 60611-4212
GERBER HARDWATER	Plumbing, bathroom, and kitchen products, namely, tub and shower valves, lavatory faucets, tub drains, laundry tray faucets, kitchen faucets, bar faucets, toilets, lavatories, urinals, bidets, tubs, and repair/replacement parts for the same	2,176,236	Registered	Glenn A. Rice Levin & Funkhouser Ltd. 55 W. Monroe St. Ste. 2410 Chicago, IL 60603

Mark	Goods and Services	Report No.	Registered	Owner
GERBER and Design	Plumbing, bathroom, and kitchen products, namely, tub and shower valves, lavatory faucets, tub drains, laundry tray faucets, kitchen faucets, bar faucets, toilets, lavatories, urinals, bidets, tubs, and repair/replacement parts for the same	2,127,185	Registered	Glenn A. Rice Levin & Funkhouser Ltd. 55 W. Monroe St. Ste. 2410 Chicago, IL 60603
PURECAST	Plumbing products, intended for use in connection with the distribution, delivery and discharge of potable water, namely, faucets	2,232,783	Registered	Glenn A. Rice Levin & Funkhouser Ltd. 55 W. Monroe St. Ste. 2410 Chicago, IL 60603
PURECAST	Chemical treatment of plumbing products, fixtures and fittings, namely, water meters, water heaters, valves, drains, pipes, fittings and related products intended for use in connection with the distribution, delivery, and discharge of potable water	75-256735	Allowed Intent to Use	Glenn A. Rice Levin & Funkhouser Ltd. 55 W. Monroe St. Ste. 2410 Chicago, IL 60603
EASYBACK	Spring mechanism used in conjunction with plumbing fixtures, namely, faucets	2,191,935	Registered	Glenn A. Rice Levin & Funkhouser Ltd. 55 W. Monroe St. Ste. 2410 Chicago, IL 60603
HARDWATER BY GERBER	Plumbing, bathroom, and kitchen products, namely, tub and shower valves, lavatory faucets, tub drains, laundry tray faucets, kitchen faucets, bar faucets, toilets, lavatories, urinals, bidets, tubs, and repair/replacement parts for the same	2,203,319	Registered	Glenn A. Rice Levin & Funkhouser Ltd. 55 W. Monroe St. Ste. 2410 Chicago, IL 60603

MARK	Goods and Services	REG. NO.	REGISTERED	OWNER
GERBER HARDWARE FAMILY	Plumbing, bathroom, and kitchen products, namely, tub and shower valves, lavatory faucets, tub drains, laundry tray faucets, kitchen faucets, bar faucets, toilets, lavatories, urinals, bidets, and repair/replacement parts for the same	2,202,262	Registered	Glenn A. Rice Levin & Funkhouser Ltd. 55 W. Monroe St. Ste. 2410 Chicago, IL 60603
GERBER HARDWARE	Plumbing, bathroom, and kitchen products, namely, sinks, tubs and trays, and repair/replacement parts for the same	2,191,575	Registered	Gerber Plumbing Fixtures Corp. 4600 W. Touhy Ave. Chicago, IL 60646
SAFETEMP	Plumbing, bathroom, and kitchen products, namely, tub and shower valves, lavatory faucets, kitchen faucets, and repair/replacement parts for the same	2,227,369	Registered	Glenn A. Rice Levin & Funkhouser Ltd. 55 W. Monroe St. Ste. 2410 Chicago, IL 60603
SEA SPOUT	Plumbing, bathroom, and kitchen products, namely, lavatory faucets, laundry tray faucets, kitchen faucets, bar faucets, and repair/replacement parts for the same	2,231,490	Registered	Glenn A. Rice Levin & Funkhouser Ltd. 55 W. Monroe St. Ste. 2410 Chicago, IL 60603
PURECAST	Chemical treatment of plumbing products, fixtures and fittings, namely, faucets intended for use in connection with the distribution, delivery, and discharge of potable water	2,258,164	Registered	Glenn A. Rice Levin & Funkhouser Ltd. 55 W. Monroe St. Ste. 2410 Chicago, IL 60603

<p>ULTRA FLUSH</p>	<p>Plumbing and bathroom fixtures - namely, toilets</p>	<p>75-713346</p>	<p>Pending</p>	<p>Glenn A. Rice Levin & Funkhouser Ltd. 55 W. Monroe St. Ste. 2410 Chicago, IL 60603</p>
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CHI99 3571700-1.042319.0033

TRADEMARK COLLATERAL AGREEMENT

This 31st day of January, 2001, GERBER PLUMBING FIXTURES CORP., an Indiana corporation ("*Debtor*") with its principal place of business and mailing address at 4600 West Touhy Avenue, Lincolnwood, Illinois 60712-1699, in consideration of ten dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, assigns, mortgages and pledges to HARRIS TRUST AND SAVINGS BANK, an Illinois banking corporation with its mailing address at 111 West Monroe Street, Chicago, Illinois 60603, and its successors and assigns ("*Secured Party*"), and grants to Secured Party a continuing security interest in, the following property:

(i) Each trademark, trademark registration and trademark application listed on Schedule A-1 hereto, and all of the goodwill of the business connected with the use of, and symbolized by, each such trademark, trademark registration and trademark application; and

(ii) Each trademark license listed on Schedule A-2 hereto and all royalties and other sums due or to become due under or in respect of each such trademark license, together with the right to sue for and collect all such royalties and other sums; and

(iii) All proceeds of the foregoing, including without limitation any claim by Debtor against third parties for damages by reason of past, present or future infringement of any trademark or trademark registration listed on Schedule A-1 hereto or of any trademark licensed under a trademark license listed on Schedule A-2 or by reason of injury to the goodwill associated with any such trademark, trademark registration or trademark license, in each case together with the right to sue for and collect said damages;

to secure performance of all Obligations of Debtor as set out in that certain Security Agreement bearing even date herewith between Debtor and Secured Party (the "*Security Agreement*"). Notwithstanding anything herein to the contrary, this Trademark Collateral Agreement shall not operate as a sale, transfer, conveyance or other assignment to Secured Party of any applications by Debtor for a Trademark based on an intent to use the same if and so long as such application is pending and not matured into a registered Trademark (such pending applications which are based on intent to use being hereinafter referred to collectively as "*Intent-To-Use Applications*"), but rather, if and so long as Debtor's Intent-To-Use Application is pending this Trademark Collateral Agreement shall operate only to create a security interest for collateral purposes in favor of Secured Party on such Intent-To-Use Application as collateral security for the Obligations.

Debtor does hereby further acknowledge and affirm that the rights and remedies of Secured Party with respect to the assignment, mortgage, pledge and security interest in the trademarks, trademark registrations, trademark applications and trademark licenses made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

All terms defined in the Security Agreement, whether by reference or otherwise, when used herein, shall have their respective meanings set forth therein, unless the context requires otherwise.

IN WITNESS WHEREOF, Debtor has caused this Trademark Collateral Agreement to be duly executed as of the date and year last above written.

GERBER PLUMBING FIXTURES CORP.

By 
Its PRESIDENT

JONATHAN W. DEITER

(Type or Print Name)

HARRIS TRUST AND SAVINGS BANK

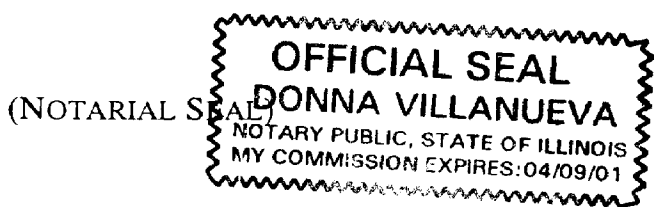
By _____
Its _____

(Type or Print Name)

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

I, DONNA VILLANUEVA a Notary Public in and for said County, in the State aforesaid, do hereby certify that JON DEITER, PRESIDENT of Gerber Plumbing Fixtures Corp., an Indiana corporation, who is personally known to me to be the same person whose name is subscribed to the foregoing instrument as such personally appeared before me this day in person and acknowledged that he signed and delivered the said instrument as his own free and voluntary act and as the free and voluntary act and deed of said corporation for the uses and purposes therein set forth.

Given under my hand and notarial seal, this 31st day of January, 2001.



Donna Villanueva
Notary Public

DONNA VILLANUEVA
(Type or Print Name)

My Commission Expires:

4-09-01

All terms defined in the Security Agreement, whether by reference or otherwise, when used herein, shall have their respective meanings set forth therein, unless the context requires otherwise.

IN WITNESS WHEREOF, Debtor has caused this Trademark Collateral Agreement to be duly executed as of the date and year last above written.

GERBER PLUMBING FIXTURES CORP.

By _____
Its _____

(Type or Print Name)

HARRIS TRUST AND SAVINGS BANK

By Wes W. Frangul
Its Wice President

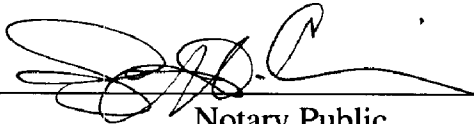
Wes W. FRANGUL

(Type or Print Name)

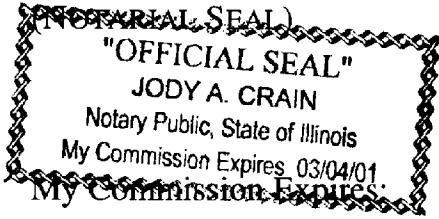
STATE OF Illinois)
) SS
COUNTY OF Cook)

I, Jody A. Crain, a Notary Public in and for said County, in the State aforesaid, do hereby certify that Wes W. Frangul, Vice President of Harris Trust and Savings Bank, an Illinois banking corporation, who is personally known to me to be the same person whose name is subscribed to the foregoing instrument as such Vice President, appeared before me this day in person and acknowledged that he signed and delivered the said instrument as his own free and voluntary act and as the free and voluntary act and deed of said corporation for the uses and purposes therein set forth.

Given under my hand and notarial seal, this 31st day of January, 2001.



Notary Public



Jody A. Crain

(Type or Print Name)

3/4/01

OTHER GERBER U.S. TRADEMARKS
NO PENDING APPLICATION

<u>Name</u>	<u>Goods</u>
SHERIDAN™	Kitchen sink
BRENTWOOD™	Kitchen sink
OAKHILL™	Laundry sink
MARGATE™	Bar sink
NUBERRY™	Kitchen sink
AQUA SAVER™	Toilets
CHADWICK™	Lavatory faucets and tub spouts.
CONCEPT FOUR™	Lavatory faucets and tub spouts.
BRISTOL™	Kitchen and lavatory faucets and tub spouts.
EASY FILLER™	Kitchen faucets
E-Z FILLER™	Kitchen faucets
CRYSTALITE™	Faucet handles
BELMONT™	Metal faucet handles

OTHER GERBER U.S. TRADEMARKS
NO PENDING APPLICATION

<u>Name</u>	<u>Goods</u>
ULTRAMIRA™	Faucet handles
FAST FILL™	Tub fillers and tub spouts.
VISTA™	Non-metallic faucets
FINAL FIT™	Tub fillers and tub spouts.
MAURICE™	Toilets
RESILIENCE™	Finish sold as component of polished brass plumbing products.

**SCHEDULE A-2
TO TRADEMARK COLLATERAL AGREEMENT**

TRADEMARK LICENSES

NONE