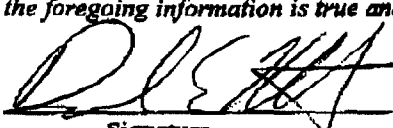


1-11-01

FORM PTO-1594 (Rev. 6-93)		RE	06-06-2001	ET	U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office
OMB No. 0651-0011 (exp. 4/94) Tab settings ⇄ ⇄		[Barcode]		6295	
To the Honorable Commissioner of P			101708613	ed original documents or copy thereof.	
1. Name of conveying party(ies): Standard Processing, Inc. <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State of Wisconsin <input type="checkbox"/> Other _____ Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			2. Name and address of receiving party(ies) Name: <u>Bank One, Wisconsin</u> Internal Address: _____ Street Address: <u>111 East Wisconsin Avenue</u> City: <u>Milwaukee</u> State: <u>WI</u> Zip: <u>53202</u> <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation - State of _____ <input checked="" type="checkbox"/> Other - Chartered with State of Wisconsin <small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small>		
3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>December 29, 2000</u>					
4. Application number(s) or patent number(s): A. Trademark Application No.(s) <u>See Attached Schedule</u>			B. Trademark Registration No.(s) <u>See Attached Schedule</u> Additional numbers attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Daniel E. Kattman, Esq.</u> Internal Address: <u>Reinhart, Boerner, Van Deuren</u> <u>Norris & Riegelbach, s.c.</u> <u>P.O. Box 514000</u> <u>Milwaukee, WI 53203-3400</u> Street Address: <u>1000 North Water Street, Ste. 2100</u> City: <u>Milwaukee</u> State: <u>WI</u> Zip: <u>53202-0900</u>			6. Total number of applications and registrations involved: 30 7. Total fee (37 CFR 3.41)..... <u>\$765.00</u> <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account <input checked="" type="checkbox"/> Any Deficiencies in Enclosed Fee should be charged to our Deposit Account.		
			8. Deposit account number: <u>18-0882</u> <small>(Attach duplicate copy of this page if paying by deposit account)</small>		
DO NOT USE THIS SPACE					
9. Statement and signature. <i>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.</i> <u>Daniel E. Kattman</u>  <u>January 8, 2001</u> Name of Person Signing Signature Date Total number of pages including cover sheet, attachments, and document: [3]					
693747					

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

EXHIBIT A
U.S. TRADEMARKS

<u>REGISTRATION NUMBER</u>
2,321,705
2,023,308
1,995,346
2,031,707
2,031,705
2,332,945
2,031,706
2,031,708
1,995,344
2,033,484
2,338,448
2,115,027
2,031,713
2,031,711
2,033,488
2,031,699
2,031,702
2,031,700
2,031,701
2,033,482
2,031,714
2,033,489
2,329,616
2,229,583
2,031,716
2,031,715

<u>APPLICATION NUMBER</u>
75/658,881
75/662,248
76/024,163
75/658,882

NOTICE OF SECURITY INTEREST IN TRADEMARKS

THIS NOTICE OF SECURITY INTEREST IN TRADEMARKS is by and between STANDARD PROCESS INC., a Wisconsin corporation (the "Company"), and BANK ONE, WISCONSIN (the "Bank").

The parties acknowledge the following:

A. The Company has executed an Amended and Restated Security Agreement (the "Security Agreement"), dated as of December 29, 2000, in favor of the Bank.

B. The Company has adopted, used and is using the trademarks (the "Trademarks") listed on Exhibit A attached hereto, which Trademarks are registered with the United States Patent and Trademark Office.

C. The Company has granted to the Bank a security interest in the Trademarks and the goodwill of the Company's business connected with and symbolized by the Trademarks on the terms and conditions set forth in the Security Agreement.

D. Pursuant to the Security Agreement, the Company has granted to the Bank a security interest in and to all of the Trademarks, service marks, applications therefor and associated goodwill therein, now owned or from time to time after the date hereof owned or acquired by the Company, and in and to all proceeds and benefits thereof.

Dated as of December 29, 2000.

Address:

1200 West Royal Lee Drive
Palmyra, Wisconsin 53156

STANDARD PROCESS INC.

BY 

Its President

Address:

111 East Wisconsin Avenue
Milwaukee, Wisconsin 53202

BANK ONE, WISCONSIN

BY 

Its Assistant Vice President