

04-18-2001



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4-5-01

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  
Effective Date  
Month Day Year  
\_\_\_\_\_
- Merger
- Change of Name
- Other \_\_\_\_\_

Conveying Party

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year

Name Construction-Zone.Com Inc.

02082001

Formerly \_\_\_\_\_

2305823

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other \_\_\_\_\_
- Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name River Cities Capital Fund II, L.P.

DBA/AK/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 221 East Fourth Street

Address (line 2) Suite 1900

Address (line 3) Cincinnati

Ohio

45202-4147

City

State/Country

Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other \_\_\_\_\_

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.)

Citizenship/State of Incorporation/Organization Delaware

04/18/2001 TDIAZ1 00000017 2305823

FOR OFFICE USE ONLY

01 FC 481  
02 FC 482

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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

TRADEMARK  
REEL: 002273 FRAME: 0605

RECORDATION FORM COVER SHEET  
CONTINUATION  
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Month Day Year

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Other

Citizenship State of Incorporation/Organization

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DBA/AKA/TA

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**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)

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**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.

#

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<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2305823"/>	<input type="text"/>	<input type="text"/>
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**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.

Cynthia L. Stewart

*Cynthia L. Stewart*

9-9-01

Name of Person Signing

Signature

Date Signed

**COLLATERAL ASSIGNMENT  
OF  
SERVICE MARKS**

This Collateral Assignment of Service Marks (this "Assignment") is made and entered into as of February 8, 2001, by CONSTRUCTION-ZONE.COM INC., a Delaware corporation, ("Assignor"), in favor of RIVER CITIES CAPITAL FUND II, L.P., a Delaware limited partnership, IWB INVESTMENTS, L.P., a Delaware limited partnership JG FUNDING, LLC, a Kentucky limited liability company, J. DAVID GRISSOM, CZ II, L.L.C., a Kentucky limited liability company, ICEBERG VENTURES C-Z, LLC, a Kentucky limited liability company, GRISANTI, INC., a Kentucky corporation, G & P KLEIER ENTERPRISES, LLC, a Kentucky limited liability company, SAUNDERS CAPITAL GROUP, LLC, a Kentucky limited liability company, and FUND ISABELLA LIMITED PARTNERSHIP, an Ohio limited partnership, (collectively "Assignee").

WHEREAS the Assignor has an interest in the following service marks (the "Service Marks"), including all rights under the registrations (the "Registrations") of the Service Marks on the Principal Register of the United States Patent and Trademark Office with the registration number and date of issuance set forth below:

<u>Service Mark</u>	<u>Registration Number</u>	<u>Date of Issuance</u>
C-Z	2,305,823	January 4, 2000
CONSTRUCTION ZONE	2,426,070	February 6, 2001

WHEREAS, Assignor and Assignee have entered into a Security Agreement dated as of February 8, 2001 (the "Agreement"), whereby Assignor has agreed to give to Assignee a security interest in the Registrations designated above, and

WHEREAS, By this Assignment, Assignor desires to fulfill its obligations under the Agreement to grant to Assignee a security interest in the Registrations, which security interest is intended to secure Assignor's current obligations to Assignee under the Agreement.

### **AGREEMENT**

Therefore, in fulfillment of Assignor's obligations under the Agreement and related agreements, Assignor agrees as follows:

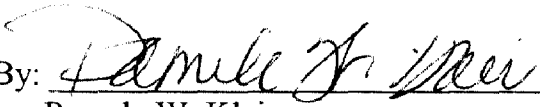
1. Assignor hereby collaterally assigns as security to Assignee, and grants to Assignee, a security interest in all of Assignor's right, title and interest in and to the Registrations, together with all goodwill of the business symbolized by the Registrations, to secure payment when due of any and all indebtedness and other obligations of Assignor to Assignee under the Agreement.

2. Until an event of default (as defined in the Agreement) shall occur, Assignor shall have all right to possession and use of the Registrations.

3. If an "event of default" occurs, Assignee shall have the right, but not the obligation, to claim all rights of Assignor to the Registrations, and all goodwill associated therewith and shall, in addition, have all remedies available to Assignee under the Agreement.

IN WITNESS WHEREOF, the undersigned, a duly authorized representative of each of the Assignor and the Assignee, has executed this Collateral Assignment of Service Marks on the dates set forth below.

CONSTRUCTION-ZONE.COM INC.

By:   
Pamela W. Kleier

Title: President and Chief Executive Officer

Date: 2-9-01

RIVER CITIES CAPITAL FUND II, L.P.

By: Mayson, Inc., its General Partner

By: \_\_\_\_\_  
Edwin T. Robinson

Title: President

Date: \_\_\_\_\_

IWB INVESTMENTS, L.P.

By: IWB Investments, Inc., its General Partner

By: \_\_\_\_\_  
Irving W. Bailey II

Title: President

Date: \_\_\_\_\_

IN WITNESS WHEREOF, the undersigned, a duly authorized representative of each of the Assignor and the Assignee, has executed this Collateral Assignment of Service Marks on the dates set forth below.

CONSTRUCTION-ZONE.COM INC.

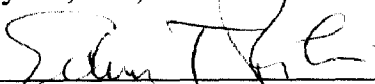
By: \_\_\_\_\_  
Pamela W. Kleier

Title: President and Chief Executive Officer

Date: \_\_\_\_\_

RIVER CITIES CAPITAL FUND II, L.P.

By: Mayson, Inc., its General Partner

By:  \_\_\_\_\_  
Edwin T. Robinson

Title: President

Date: \_\_\_\_\_

IWB INVESTMENTS, L.P.

By: IWB Investments, Inc., its General Partner

By: \_\_\_\_\_  
Irving W. Bailey II

Title: President

Date: \_\_\_\_\_

\_\_\_\_\_

IN WITNESS WHEREOF, the undersigned, a duly authorized representative of each of the Assignor and the Assignee, has executed this Collateral Assignment of Service Marks on the dates set forth below.

CONSTRUCTION-ZONE.COM INC.

By: \_\_\_\_\_  
Pamela W. Kleier

Title: President and Chief Executive Officer

Date: \_\_\_\_\_

RIVER CITIES CAPITAL FUND II, L.P.

By: Mayson, Inc., its General Partner

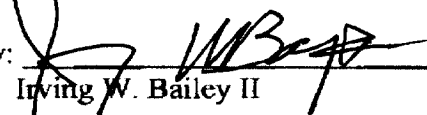
By: \_\_\_\_\_  
Edwin T. Robinson

Title: President

Date: \_\_\_\_\_

IWB INVESTMENTS, L.P.

By: IWB Investments, Inc., its General Partner

By:  \_\_\_\_\_  
Irving W. Bailey II

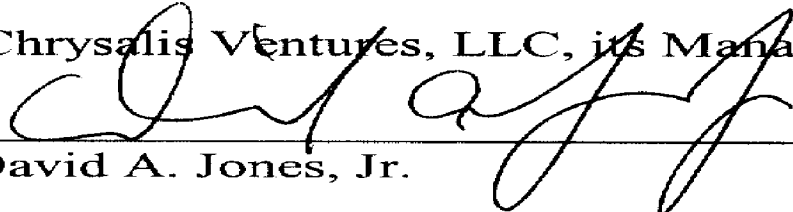
Title: President

Date: 3/19/01



JG FUNDING, LLC

By: Chrysalis Ventures, LLC, its Manager

By:   
\_\_\_\_\_

David A. Jones, Jr.

Title: Manager

Date: \_\_\_\_\_

\_\_\_\_\_  
J. DAVID GRISSOM

Date: \_\_\_\_\_

CZ II, L.L.C.

By: Resource Alliance Partners, L.L.C., its Manger

By: \_\_\_\_\_  
Gregory W. Sahrman

Title: Manager

Date: \_\_\_\_\_

ICEBERG VENTURES C-Z, LLC

By: \_\_\_\_\_  
Gregory E. Fischer

Title: Manager

Date: \_\_\_\_\_

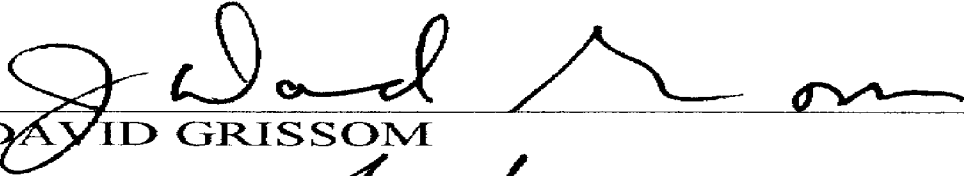
JG FUNDING, LLC

By: Chrysalis Ventures, LLC, its Manager

By: \_\_\_\_\_  
David A. Jones, Jr.

Title: Manager

Date: \_\_\_\_\_

  
\_\_\_\_\_  
J. DAVID GRISSOM

Date: 2/9/01

CZ II, L.L.C.

By: Resource Alliance Partners, L.L.C., its Manger

By: \_\_\_\_\_  
Gregory W. Sahrman

Title: Manager

Date: \_\_\_\_\_

ICEBERG VENTURES C-Z, LLC

By: \_\_\_\_\_  
Gregory E. Fischer

Title: Manager

Date: \_\_\_\_\_

JG FUNDING, LLC

By: Chrysalis Ventures, LLC, its Manager

By: \_\_\_\_\_  
David A. Jones, Jr.

Title: Manager

Date: \_\_\_\_\_

\_\_\_\_\_  
J. DAVID GRISSOM

Date: \_\_\_\_\_

CZ II, L.L.C.

By: Resource Alliance Partners, L.L.C., its Manger

By: \_\_\_\_\_  
Gregory W. Sahrman

Title: Manager

Date: \_\_\_\_\_

ICEBERG VENTURES C-Z, LLC

By: \_\_\_\_\_  
Gregory E. Fischer

Title: Manager

Date: \_\_\_\_\_ 2/10/01

GRISANTI, INC.

By:   
Michael J. Grisanti

Title: President

Date: \_\_\_\_\_

G & P KLEIER ENTERPRISES, LLC

By: \_\_\_\_\_  
Pamela W. Kleier

Title: Manager

Date: \_\_\_\_\_

SAUNDERS CAPITAL GROUP, LLC

By: \_\_\_\_\_  
Robert S. Saunders

Title: Manager

Date: \_\_\_\_\_

FUND ISABELLA LIMITED PARTNERSHIP

By: Isabella Capital LLC, its General Partner

By: \_\_\_\_\_  
Margaret H. Wyant

Title: Managing Director

Date: \_\_\_\_\_

GRISANTI, INC.

By: \_\_\_\_\_  
Michael J. Grisanti

Title: President

Date: \_\_\_\_\_

G & P KLEIER ENTERPRISES, LLC

By: *Pamela W. Kleier*  
Pamela W. Kleier

Title: Manager

Date: 2/9/01

SAUNDERS CAPITAL GROUP, LLC

By: \_\_\_\_\_  
Robert S. Saunders

Title: Manager

Date: \_\_\_\_\_

FUND ISABELLA LIMITED PARTNERSHIP

By: Isabella Capital LLC, its General Partner

By: \_\_\_\_\_  
Margaret H. Wyant

Title: Managing Director

Date: \_\_\_\_\_

GRISANTI, INC.

By: \_\_\_\_\_  
Michael J. Grisanti

Title: President

Date: \_\_\_\_\_

G & P KLEIER ENTERPRISES, LLC

By: \_\_\_\_\_  
Pamela W. Kleier

Title: Manager

Date: \_\_\_\_\_

SAUNDERS CAPITAL GROUP, LLC

By: \_\_\_\_\_  
Robert S. Saunders

Title: Manager

Date: \_\_\_\_\_

FUND ISABELLA LIMITED PARTNERSHIP

By: Isabella Capital LLC, its General Partner

By: \_\_\_\_\_  
Margaret H. Wyant

Title: Managing Director

Date: \_\_\_\_\_

GRISANTI, INC.

By: \_\_\_\_\_  
Michael J. Grisanti

Title: President

Date: \_\_\_\_\_

G & P KLEIER ENTERPRISES, LLC

By: \_\_\_\_\_  
Pamela W. Kleier

Title: Manager

Date: \_\_\_\_\_

SAUNDERS CAPITAL GROUP, LLC

By: \_\_\_\_\_  
Robert S. Saunders

Title: Manager

Date: \_\_\_\_\_

FUND ISABELLA LIMITED PARTNERSHIP

By: Isabella Capital LLC, its General Partner

By: Margaret H. Wyant  
Margaret H. Wyant

Title: Managing Director

Date: 3/27/01

STATE OF Kentucky)

COUNTY OF Jefferson)

On this 9<sup>th</sup> day of February, 2001 before me appeared PAMELA W. KLEIER, the person who signed this instrument, who acknowledged that he is the duly appointed President and Chief Executive Officer of Construction-Zone.com Inc. (the "Assignor"), that she is duly authorized by the Assignor to sign this instrument, and that she has signed this instrument as a free act on behalf of the Assignor.

My Commission Expires: September 24, 2003

Maile Catherine Pressman  
NOTARY PUBLIC

STATE OF \_\_\_\_\_)

COUNTY OF \_\_\_\_\_)

On this \_\_\_\_\_ day of \_\_\_\_\_, 2001 before me appeared EDWIN T. ROBINSON, the person who signed this instrument, who acknowledged that he is the duly appointed President of Mayson, Inc., the General Partner of RIVER CITIES CAPITAL FUND II, L.P. (an "Assignee"), that he is duly authorized by the Assignee to sign this instrument, and that he has signed this instrument as a free act on behalf of the Assignee.

My Commission Expires: \_\_\_\_\_

\_\_\_\_\_  
NOTARY PUBLIC



STATE OF \_\_\_\_\_ )  
 )  
COUNTY OF \_\_\_\_\_ )

On this \_\_\_\_ day of \_\_\_\_\_, 2001 before me appeared PAMELA W. KLEIER, the person who signed this instrument, who acknowledged that he is the duly appointed President and Chief Executive Officer of Construction-Zone.com Inc. (the "Assignor"), that she is duly authorized by the Assignor to sign this instrument, and that she has signed this instrument as a free act on behalf of the Assignor.

My Commission Expires: \_\_\_\_\_

\_\_\_\_\_  
NOTARY PUBLIC

STATE OF Ohio )  
 )  
COUNTY OF Clermont )

On this 9<sup>th</sup> day of February, 2001 before me appeared EDWIN T. ROBINSON, the person who signed this instrument, who acknowledged that he is the duly appointed President of Mayson, Inc., the General Partner of RIVER CITIES CAPITAL FUND II, L.P. (an "Assignee"), that he is duly authorized by the Assignee to sign this instrument, and that he has signed this instrument as a free act on behalf of the Assignee.

My Commission Expires: \_\_\_\_\_  
ROBERTA H. ROSS  
Notary Public, State of Ohio  
My Commission Expires April 1, 2004

  
\_\_\_\_\_  
NOTARY PUBLIC

STATE OF \_\_\_\_\_ )  
 )  
COUNTY OF \_\_\_\_\_ )

On this 19<sup>th</sup> day of March, 2001 before me appeared IRVING W. BAILEY II, the person who signed this instrument, who acknowledged that he is the duly appointed President of IWB Investments, Inc., the General Partner of IWB INVESTMENTS, L.P. (an "Assignee"), that he is duly authorized by the Assignee to sign this instrument, and that he has signed this instrument as a free act on behalf of the Assignee.

My Commission Expires: Sept. 15, 2003



Deborah W. Alexander, Notary Public  
State at Large  
Kentucky  
My Commission Expires Sept. 15, 2003

Deborah W. Alexander  
NOTARY PUBLIC

STATE OF \_\_\_\_\_ )  
 )  
COUNTY OF \_\_\_\_\_ )

On this \_\_\_\_ day of \_\_\_\_\_, 2001 before me appeared DAVID A. JONES, JR., the person who signed this instrument, who acknowledged that he is the duly appointed Manager of Chrysalis Ventures, LLC, the Manager of JG FUNDING, LLC (an "Assignee"), that he is duly authorized by the Assignee to sign this instrument, and that he has signed this instrument as a free act on behalf of the Assignee.

My Commission Expires: \_\_\_\_\_

\_\_\_\_\_  
NOTARY PUBLIC

STATE OF \_\_\_\_\_ )  
 )  
COUNTY OF \_\_\_\_\_ )

On this \_\_\_\_ day of \_\_\_\_\_, 2001 before me appeared IRVING W. BAILEY II, the person who signed this instrument, who acknowledged that he is the duly appointed President of IWB Investments, Inc., the General Partner of IWB INVESTMENTS, L.P. (an "Assignee"), that he is duly authorized by the Assignee to sign this instrument, and that he has signed this instrument as a free act on behalf of the Assignee.

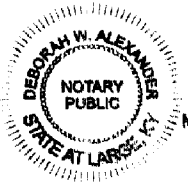
My Commission Expires: \_\_\_\_\_

\_\_\_\_\_  
NOTARY PUBLIC

STATE OF \_\_\_\_\_ )  
 )  
COUNTY OF \_\_\_\_\_ )

On this 5<sup>th</sup> day of March, 2001 before me appeared DAVID A. JONES, JR., the person who signed this instrument, who acknowledged that he is the duly appointed Manager of Chrysalis Ventures, LLC, the Manager of JG FUNDING, LLC (an "Assignee"), that he is duly authorized by the Assignee to sign this instrument, and that he has signed this instrument as a free act on behalf of the Assignee.

My Commission Expires: Sept 15, 2003



Deborah W. Alexander, Notary Public  
State at Large  
Kentucky  
My Commission Expires Sept. 15, 2003

Deborah W. Alexander  
NOTARY PUBLIC

STATE OF Kentucky)  
COUNTY OF Jefferson)

On this 9<sup>th</sup> day of February, 2001 before me appeared J. DAVID GRISSOM (an "Assignee"), the person who signed this instrument and who acknowledged that he has signed this instrument as his free act as Assignee.

My Commission Expires: 4/3/02

Helen A Faith  
NOTARY PUBLIC  
HELEN A. FAITH  
Notary Public, State of Large, KY  
My commission expires April 3, 2002

STATE OF \_\_\_\_\_ )  
COUNTY OF \_\_\_\_\_ )

On this \_\_\_\_ day of \_\_\_\_\_, 2001 before me appeared GREGORY W. SAHRMANN, the person who signed this instrument, who acknowledged that he is the duly appointed Manager of Resource Alliance Partners, L.L.C., the Manger of CZ II, L.L.C. (an "Assignee"), that he is duly authorized by the Assignee to sign this instrument, and that he has signed this instrument as a free act on behalf of the Assignee.

My Commission Expires: \_\_\_\_\_

\_\_\_\_\_  
NOTARY PUBLIC

STATE OF Indiana )

COUNTY OF Clark )

On this 13<sup>th</sup> day of February, 2001 before me appeared GREGORY E. FISCHER, the person who signed this instrument, who acknowledged that he is the duly appointed Manager of ICEBERG VENTURES C-Z, LLC (an "Assignee"), that he is duly authorized by the Assignee to sign this instrument, and that he has signed this instrument as a free act on behalf of the Assignee.

My Commission Expires: 8-3-2008

Wanda S. Guttridge  
NOTARY PUBLIC WANDA S. GUTTRIDGE

STATE OF \_\_\_\_\_ )

COUNTY OF \_\_\_\_\_ )

On this \_\_\_\_ day of \_\_\_\_\_, 2001 before me appeared MICHAEL J. GRISANTI, the person who signed this instrument, who acknowledged that he is the duly appointed President of GRISANTI, INC. (an "Assignee"), that he is duly authorized by the Assignee to sign this instrument, and that he has signed this instrument as a free act on behalf of the Assignee.

My Commission Expires: \_\_\_\_\_

\_\_\_\_\_  
NOTARY PUBLIC

STATE OF \_\_\_\_\_ )  
 )  
COUNTY OF \_\_\_\_\_ )

On this \_\_\_\_ day of \_\_\_\_\_, 2001 before me appeared GREGORY E. FISCHER, the person who signed this instrument, who acknowledged that he is the duly appointed Manager of ICEBERG VENTURES C-Z, LLC (an "Assignee"), that he is duly authorized by the Assignee to sign this instrument, and that he has signed this instrument as a free act on behalf of the Assignee.

My Commission Expires: \_\_\_\_\_

\_\_\_\_\_  
NOTARY PUBLIC

STATE OF Kentucky )  
 )  
COUNTY OF Jefferson )

On this 12<sup>th</sup> day of February, 2001 before me appeared MICHAEL J. GRISANTI, the person who signed this instrument, who acknowledged that he is the duly appointed President of GRISANTI, INC. (an "Assignee"), that he is duly authorized by the Assignee to sign this instrument, and that he has signed this instrument as a free act on behalf of the Assignee.

My Commission Expires: May 11, 2002

Rosemary Goldsmith  
NOTARY PUBLIC

STATE OF Kentucky )  
 )  
COUNTY OF Jefferson )

On this 9<sup>th</sup> day of February, 2001 before me appeared Pamela W. Kleier, the person who signed this instrument and who acknowledged that she is the duly appointed Manager of G & P KLEIER ENTERPRISES, LLC (an "Assignee"), that she is duly authorized by the Assignee to sign this instrument, and that she has signed this instrument as a free act on behalf of the Assignee.

My Commission Expires: September 24, 2003

Gayle Catherine Pressman  
NOTARY PUBLIC

STATE OF \_\_\_\_\_ )  
 )  
COUNTY OF \_\_\_\_\_ )

On this \_\_\_\_ day of \_\_\_\_\_, 2001 before me appeared ROBERT S. SAUNDERS the person who signed this instrument, who acknowledged that he is the duly appointed Manager of SAUNDERS CAPITAL GROUP, LLC. (an "Assignee"), that he is duly authorized by the Assignee to sign this instrument, and that he has signed this instrument as a free act on behalf of the Assignee.

My Commission Expires: \_\_\_\_\_

\_\_\_\_\_  
NOTARY PUBLIC

STATE OF \_\_\_\_\_ )  
 )  
COUNTY OF \_\_\_\_\_ )

On this \_\_\_\_ day of \_\_\_\_\_, 2001 before me appeared Pamela W. Kleier, the person who signed this instrument and who acknowledged that she is the duly appointed Manager of G & P KLEIER ENTERPRISES, LLC (an "Assignee"), that she is duly authorized by the Assignee to sign this instrument, and that she has signed this instrument as a free act on behalf of the Assignee.

My Commission Expires: \_\_\_\_\_

\_\_\_\_\_  
NOTARY PUBLIC

STATE OF \_\_\_\_\_ )  
 )  
COUNTY OF \_\_\_\_\_ )

On this 5<sup>th</sup> day of March, 2001 before me appeared ROBERT S. SAUNDERS the person who signed this instrument, who acknowledged that he is the duly appointed Manager of SAUNDERS CAPITAL GROUP, LLC. (an "Assignee"), that he is duly authorized by the Assignee to sign this instrument, and that he has signed this instrument as a free act on behalf of the Assignee.

My Commission Expires: Sept. 15, 2003



Deborah W. Alexander, Notary Public  
State at Large  
Kentucky  
My Commission Expires Sept. 15, 2003

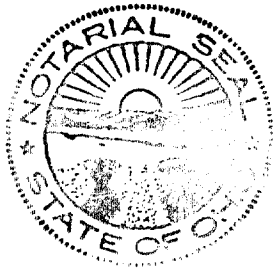
Deborah W. Alexander  
NOTARY PUBLIC



STATE OF OHIO )  
COUNTY OF HAMILTON )

On this 27<sup>th</sup> day of MARCH, 2001 before me appeared MARGARET H. WYANT the person who signed this instrument, who acknowledged that she is the duly appointed Managing Director of Isabella Capital LLC, the General Partner of FUND ISABELLA LIMITED PARTNERSHIP (an "Assignee"), that she is duly authorized by the Assignee to sign this instrument, and that she has signed this instrument as a free act on behalf of the Assignee.

My Commission Expires: 2/18/2003



JANICE C. EMMERT  
Notary Public, State of Ohio  
My Commission Expires Feb. 18, 2003

Janice C. Emmert  
NOTARY PUBLIC