

02-06-2002



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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

<b>Submission Type</b>		<b>Conveyance Type</b>	
<input checked="" type="checkbox"/> New	(Non-Recordation) [ ]	<input type="checkbox"/> Assignment	<input type="checkbox"/> License
<input type="checkbox"/> Resubmission Document ID# [ ]		<input type="checkbox"/> Security	<input type="checkbox"/> Nunc Pro Tunc Assignment
<input type="checkbox"/> Correction of PTO Error	Reel # [ ] Frame # [ ]	<input type="checkbox"/> Merger	Effective Date Month Day Year [ 11/30/01 ]
<input type="checkbox"/> Corrective Document	Reel # [ ] Frame # [ ]	<input type="checkbox"/> Change of Name	
		<input checked="" type="checkbox"/> Other	[ Notice of Grant of Security Interest ]

**Conveying Party**  Mark if additional names of conveying parties attached

Name [ Simpson Financial, Inc. ] Execution Date [ 11/30/01 ]

Formerly [ ]

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 [ The CIT Group/Business Credit, Inc., as Lender ]

DBA/AKA/TA [ ]

Composed of [ ]

Address (line 1) [ Two First Union Center ]

Address (line 2) [ Suite 2300 ]

Address (line 3) [ Charlotte ] [ North Carolina ] [ 28230-0337 ]  
City State/Country Zip Code

Individual  General Partnership  Limited Partnership  Association

Corporation  Association

Other [ ]

Citizenship/State of Incorporation/Organization [ New York ]

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.)

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.

02/06/2002 GT0N11 00000019 1243426 Mail documents to be recorded with required cover sheet(s) information to:  
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01 FC:481 40.00 OP  
02 FC:482 100.00 OP  
DURT302882\_1

TRADEMARK  
REEL: 002438 FRAME: 0228

**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. #

**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"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,243,426"/>	<input type="text" value="1,619,676"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,243,427"/>	<input type="text" value="1,894,141"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,263,417"/>	<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

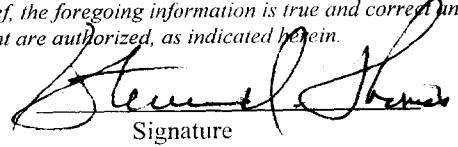
Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)

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.

Steven D. Thomas  
Name of Person Signing

  
Signature

November 30, 2001  
Date Signed

NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Financing Agreement dated as of November 30 2001 (the "Financing Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and The CIT Group/Business Credit, Inc., as 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:

**U.S. Trademark and Trademark Applications**

See Exhibit A attached hereto.

The Obligors and the Lender, hereby acknowledge and agree that the security interest in the foregoing trademark and trademark applications (i) may only be terminated in accordance with the terms of the Financing Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

**SIMPSON FINANCIAL, INC.**

By: Loren K Cordes  
Name: Loren K Cordes  
Title: Vice President, CFO

Acknowledged and Accepted:

**THE CIT GROUP/BUSINESS CREDIT, INC.**

as Lender

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

The Obligors and the Lender, hereby acknowledge and agree that the security interest in the foregoing patent and patent applications (i) may only be terminated in accordance with the terms of the Financing Agreement and (ii) is not to be construed as an assignment of any patent or patent application.

Very truly yours,

**SIMPSON FINANCIAL, INC.**

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

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Acknowledged and Accepted:

**THE CIT GROUP/BUSINESS CREDIT, INC.**

as Lender

By: 

Name: James D. Danforth, Jr.

Title: Vice President

**EXHIBIT A**

**Simpson Financial, Inc.**

**U.S. Trademark and Trademark Applications**

**Registered Mark**

<b>Mark</b>	<b>Registration No.</b>	<b>Registration Date</b>
"SIMPSON – safety equipment"	1,243,426	6/28/83
"SIMPSON"	1,243,427	6/28/83
"SIMPSON – race car logo"	1,263,417	1/10/84
"BEADBALL"	1,619,676	10/30/90
"WRENCHERS"	1,894,141	5/16/95