

05-13-2002



U.S. Department of Commerce
Patent and Trademark Office

102087375

To the Honorable Commissioner of Patents and Trademarks: please record the attached original document.

1. Name of conveying party(ies)
American Promotional Events, Inc.

4-25-02

Individual(s) Association
 General Partnership Limited Partnership
 Corporation - State Alabama
 Other _____

2. Name and address of receiving party(ies):
Name: **Wells Fargo Bank**

Internal Address: _____
 Street Address: **1000 Lakes Drive, Suite 250**
 City: **West Covina** State: **CA** Zip: **91790**

Individual(s) citizenship _____
 Association **National Association**
 General Partnership: _____
 Limited Partnership: _____
 Corporation - State: _____
 Other _____

Additional name(s) of conveying Party(ies) attached?
 Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: **April 19, 2002**

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designation must be a separate document from Assignment)
 Additional Name(s) & address(es) attached:
 Yes No

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s): **75/572,477**

Additional numbers attached? Yes No

B. Trademark Registration No.(s): **1,166,448**

5. Name and address of party to whom correspondence concerning documents should be mailed:
 Name: **Mandy Robertson-Bora**
 Internal Address: **Gibson, Dunn & Crutcher LLP**
Suite 4000
 Street Address: **2029 Century Park East**
 City **Los Angeles** State **CA** Zip **90067**

6. Total number of applications and registrations involved: **12**

7. Total fee (37 CFR 3.41): \$ **315.00**
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

Mandy Robertson-Bora Mandy Robertson-Bora April 25, 2002
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document: 6

OFFICE OF PUBLIC RECORDS
 20 APR 25 AM 9:51
 FINANCE SECTION

OMB No. 0651-0011 Do not detach this portion

Mail documents to be recorded with required cover sheet information to:
U.S. Patent and Trademark Office, Assignment Division
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing this document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

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TRADE MARK

REEL: 002504 FRAME: 0340

ADDITIONAL TRADEMARKS

1. Federal Trademark and Service Mark Registrations.

Trademark/Service Mark	Registration No.	Registration Date
Freedom Fireworks	828,103	5/2/1967
Freedom Fireworks and Design	1,728,583	10/27/1992
Freedom Fireworks and Design	2,290,951	11/09/1999
Mad Dog	2,250,715	6/8/1999
Monster	1,882,080	3/7/1995
OK Fireworks	2,043,091	3/11/1997
Red Devil	857,753	10/1/1968
TNT	1,486,863	5/3/1998

2. Trademark and Service Mark Applications for Federal Registration.

Trademark/Service Mark	Serial No.	Filing Date
TNT Fireworks	78/088,890	10/17/2001
TNT Fireworks, Inc.	76/090,310	7/17/2000

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**NOTICE OF SECURITY INTEREST IN PATENTS
AND TRADEMARKS**


NOTICE IS HEREBY GIVEN that AMERICAN PROMOTIONAL EVENTS, INC., an Alabama corporation (the "Grantor") with an office located at 4511 Helton Drive, Florence, Alabama 35630 and Wells Fargo Bank, National Association (the "Agent"), on behalf of certain lenders (collectively, the "Secured Parties"), have entered into a Security Agreement dated as of April 19, 2002 (the "Security Agreement").

Pursuant to the Security Agreement, the Grantor has conveyed, pledged, assigned and transferred to the Agent, for the equal and ratable benefit of the Secured Parties, and has granted to the Agent, for the equal and ratable benefit of the Secured Parties, a security interest in, (a) the registered patents, applications for registration of patents, and licenses of registered patents listed in Schedule A hereto, and (b) the registered trademarks and service marks, applications for registration of trademarks and service marks, and licenses of registered trademarks and service marks listed in Schedule B hereto, together with the goodwill of the business symbolized thereby, to secure the prompt payment, performance and observance of the Secured Obligations as defined in the Security Agreement.

The Commissioner of Patents and Trademarks is requested to record this notice in its records.

Dated: April 19, 2002

AMERICAN PROMOTIONAL EVENTS, INC.

By: 
Name: Terry C. Anderson
Title: CEO

SCHEDULE A
TO
NOTICE OF SECURITY INTEREST IN PATENTS AND TRADEMARKS
FROM
AMERICAN PROMOTIONAL EVENTS, INC.

1. **Patents.** None

2. **Applications for Federal Registration of Patents.** None

SCHEDULE B
TO
NOTICE OF SECURITY INTEREST IN PATENTS AND TRADEMARKS
FROM
AMERICAN PROMOTIONAL EVENTS, INC.

1. **Federal Trademark and Service Mark Registrations.**

Trademark/Service Mark	Registration No.	Registration Date
Family	1,166,448	8/25/1981
Freedom Fireworks	828,103	5/2/1967
Freedom Fireworks and Design	1,728,583	10/27/1992
Freedom Fireworks and Design	2,290,951	11/09/1999
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TNT Fireworks, Inc.	76/090,310	7/17/2000

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