

05-21-2002



Form PTO-1594  
(Rev. 03/01)  
OMB No. 0651-0027 (exp. 5/31/2002)

102096958  
TRADEMARK

U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):  
PNC Bank, N.A. (successor  
by merger to Continental Bank)

- Individual(s)
- General Partnership
- Corporation-State
- Other National Bank 5.13.02
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Termination of security interests
- Merger
- Change of Name

Execution Date: June 4, 1997

2. Name and address of receiving party(ies)  
Name: Budge Industries, Inc.  
Internal Address: \_\_\_\_\_  
Address: \_\_\_\_\_

Street Address: 821 Tech Drive  
City: Telford State: PA Zip: 18969

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State New Jersey
- Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations 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) \_\_\_\_\_  
\_\_\_\_\_

B. Trademark Registration No.(s) 1,382,212; and  
1,254,485

Additional number(s) attached  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: Timothy D. Pecsénye, Esquire

Internal Address: \_\_\_\_\_  
Blank Rome Comisky & McCauley LLP

Street Address: One Logan Square  
\_\_\_\_\_  
City: Philadelphia State: PA Zip: 19103

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

7. Total fee (37 CFR 3.41).....\$ 65.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
02-2555

OFFICE OF PATENT RECORDS  
FINANCE SECTION  
MAY 13 2002 11:34 AM

DO NOT USE THIS SPACE

9. Signature.  
David M. Perry, Esquire  
Name of Person Signing

Signature

May 13, 2002  
Date

05/20/2002 LMUELLER 00000114 022555 1302212

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

01 FC:461 40.00 CH  
02 FC:462 25.00 CH

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

1

PENNSYLVANIA DEPARTMENT OF STATE  
CORPORATION BUREAU  
UNIFORM COMMERCIAL CODE  
P.O. BOX 8721  
HARRISBURG, PA 17105-8721

SECURITY SEARCH

DEBTOR:

BUDGE INDUSTRIES INC  
HILLTOWN INDUSTRIAL PARK  
821 TECH DR  
TELFORD, PA 18969

SECURED PARTY:

PNC BANK NA  
1500 MARKET ST  
PHILA, PA 19102

EFFECTIVE DATE: JUNE 04, 1997 AT 03:04 PM

ORIGINAL FINANCING STATEMENT NUMBER: 20540851

TERMINATION MICROFILM NUMBER: 26750315

Notice: We now accept the National Financing Statement  
UCC forms at no extra charge. Fees will be the same as  
they are for filing Pennsylvania standard forms.

PENNSYLVANIA DEPARTMENT OF STATE  
CORPORATION BUREAU  
UNIFORM COMMERCIAL CODE  
P.O. BOX 8721  
HARRISBURG, PA 17105-8721

SECURITY SEARCH

DEBTOR:

BUDGE INDUSTRIES INC  
821 TECH DR  
TELFORD, PA 18969

SECURED PARTY:

CONTINENTAL BANK  
1535 LOCUST ST  
2ND FL  
PHILA, PA 19102

EFFECTIVE DATE: JUNE 04, 1997 AT 03:04 PM

ORIGINAL FINANCING STATEMENT NUMBER: 23010794

TERMINATION MICROFILM NUMBER: 26750316

Notice: We now accept the National Financing Statement  
UCC forms at no extra charge. Fees will be the same as  
they are for filing Pennsylvania standard forms.

**PARTIES**

Debtor name (last name first if individual) and mailing address:

Budge Industries, Inc.

Hilltown Industrial Park  
821 Tech Drive  
Telford, PA 18969

name (last name first if individual) and mailing address:

**FINANCING STATEMENT**

Uniform Commercial Code Form UCC-1  
**IMPORTANT** - use read instructions on reverse side of page 4 before completing

Filing No. (stamped by filing officer):

Date, Time, Filing Office (stamped by filing office)

92-182

92 FEB 25 PM 2 20

RECORDED  
MONTGOMERY COUNTY DEEDS

92-10182

**Full Termination Entered on the Record this 11th day of June A.D. 1992**  
Deputy Recorder of Deeds  
*E. Balle*

This Financing Statement is presented for filing pursuant to the Uniform Commercial Code, and is to be filed with the (check applicable box):

- Secretary of the Commonwealth.
- Prothonotary of \_\_\_\_\_ County.
- real estate Records of Montgomery County.

Number of Additional Sheets (if any):

Optional Special Identification (Max. 10 characters):

**COLLATERAL**

Identify collateral by item and/or type:

Debtor grants to Secured Party, for all liabilities as defined in Security Agreement between the parties, a security interest in all now owned or hereafter acquired accounts, accounts receivable, machinery, inventory, furniture, fixtures, equipment and general intangibles and all cash and non-cash proceeds thereof and proceeds of proceeds.

(check only if desired) Products of the collateral are also covered.

Identify related real estate, if applicable. The collateral is, or includes (check appropriate box(es)) --

- a.  crops growing or to be grown on --
- b.  goods which are or are to become fixture on --
- c.  minerals or the like (including oil and gas) as extracted on --
- d.  accounts resulting from the sale of minerals or the like (including oil and gas) at the wellhead or minehead on --

the following real estate:

Street Address: 821 Tech Drive, Telford, PA 18969

Describe as: Book \_\_\_\_\_ of (check one)  Deeds  Mortgages, at Page(s) \_\_\_\_\_

for \_\_\_\_\_ County. Uniform Parcel Identifier \_\_\_\_\_

Described on Additional Sheet.

Name of record owner (required only if no Debtor has an interest of record):

Robert T. Healey and William J. Healey, Co-Partners,  
t/a Hilltown Industrial Park

**DEBTOR SIGNATURE(S)**

Debtor Signature(s):

Budge Industries, Inc

1 By: *Charles T. Healey* CHAIRMAN

1a *Bruce Beaton* President

1b

RETURN RECEIPT TO:

Special Types of Parties (check if applicable):

- The terms "Debtor" and "Secured Party" mean "Lessee" and "Lessor," respectively.
- The terms "Debtor" and "Secured Party" mean "Consignee" and "Consignor," respectively.
- Debtor is a Transmitting Utility.

**SECURED PARTY SIGNATURE(S)**

This statement is filed with only the Secured Party's signature to perfect a security interest in collateral (check applicable box(es))--

- a.  acquired after a change of name, identity or corporate structure of the Debtor.
- b.  as to which the filing has lapsed.
- c. already subject to a security interest in another county in Pennsylvania--
  - when the collateral was moved to this county.
  - when the Debtor's residence or place of business was moved to this county.
- d. already subject to a security interest in another jurisdiction --
  - when the collateral was moved to Pennsylvania.
  - when the Debtor's location was moved to Pennsylvania.
- e.  which is proceeds of the collateral described in block 9, in which a security interest was previously perfected (also describe proceeds in block 9, if purchased with cash proceeds and not adequately described on the original financing statement).

Secured Party Signature(s):  
(required only if box(es) is checked above):

Continental Bank

By: *John A. [Signature]*

**PARTIES**

Debtor name (last name first if individual) and mailing address:

Budge Industries, Inc.  
Hilltown Industrial Park  
821 Tech Drive  
Telford, PA 18969

1

Debtor name (last name first if individual) and mailing address:

1a

Debtor name (last name first if individual) and mailing address:

1b

Secured Party(ies) of Record name(s) (last name first if individual) and address for security interest information:

Continental Bank  
1500 Market St.  
Phila., PA 19102

2

Special Types of Parties (check if applicable):

- The terms "Debtor" and "Secured Party" mean "Lessee" and "Lessor," respectively.
- The terms "Debtor" and "Secured Party" mean "Consignee" and "Consignor," respectively.
- Debtor is a Transmitting Utility.

3

**SIGNATURE(S)**

Debtor Signature(s) (only if Amendment):

Secured Party Signature(s):

PNC Bank, N.A. (successor by merger to  
Midlantic Bank, N.A. and Continental Bank)

*Josephine R. Griffin*  
Josephine R. Griffin, Asst. Mgr.

4

**FINANCING STATEMENT CHANGE**  
Uniform Commercial Code Form UCC-3  
**IMPORTANT -** Use read instructions on  
reverse side of page 4 before completing

52.50

Filing No. (stamped by filing officer):

Date, Time, Filing Office (stamped by filing officer)

92-182

This Financing Statement Change is presented for filing pursuant to the Uniform Commercial Code and is to be filed with the (check applicable box):

- Secretary of the Commonwealth.
- Prothonotary of \_\_\_\_\_ County.
- Real Estate Records of Montgomery County.

Number of Additional Sheets (if any):

Optional Special Identification (Max. 10 characters):

**ORIGINAL FINANCING STATEMENT BEING CHANGED**

This Financing Statement Change relates to an original Financing Statement No. 92-00182 filed with the:

- Secretary of the Commonwealth on (date) \_\_\_\_\_
- Prothonotary of \_\_\_\_\_ County on (date) \_\_\_\_\_
- Real Estate Records of Montgomery County on (date) 2/25/92

**DESCRIPTION OF FINANCING STATEMENT CHANGE**

- Continuation** - The original Financing Statement identified above is still effective.
- Termination** - The Secured Party of Record no longer claims a security interest under the original Financing Statement identified above.
- Release** - The Secured Party of Record has released the collateral described in block 11 from the collateral covered by the original Financing Statement identified above.
- Assignment** - The Secured Party of Record has assigned to the Assignee, whose name and address are contained in block 11, rights in the collateral described in block 11 under the original Financing Statement identified above.
- Amendment** - The original Financing Statement identified above is amended as set forth in block 11 (signatures of Debtor and Secured Party of Record are required).

Description of collateral released, rights assigned, Assignee (name and address), or amendment (as indicated in block 10):

RETURN RECEIPT TO:

96 OCT -3 PM 2:58

PARTIES

Debtor name (last name first if individual) and mailing address:

Budge Industries, Inc.  
821 Tech Drive  
Telford, PA 18969

Debtor name (last name first if individual) and mailing address:

*June E. Baker*

Debtor name (last name first if individual) and mailing address:

Secured Party(ies) of Record name(s) (last name first if individual) and address for security interest information:

PNC Bank, N.A. (successor by merger to Continental Bank)  
1500 Market Street  
Philadelphia, PA 19102

Special Types of Parties (check if applicable):

- The terms "Debtor" and "Secured Party" mean "Lessee" and "Lessor," respectively.
- The terms "Debtor" and "Secured Party" mean "Consignee" and "Consignor," respectively.
- Debtor is a Transmitting Utility.

Debtor Signature(s) (only if Amendment)

*[Signature]*

Secured Party Signature(s):

PNC Bank, N.A. (successor by merger to Continental Bank)

By: *Janne Hanson*

FINANCING STATEMENT CHANGE  
Uniform Commercial Code Form UCC-3  
IMPORTANT - use read instructions on reverse side of page 4 before completing

Filing No. (stamped by filing officer):

Date, Time, Filing Office (stamped by filing officer)

*92-182*

This Financing Statement Change is presented for filing pursuant to the Uniform Commercial Code, and is to be filed with the (check applicable box):

- Secretary of the Commonwealth.
- Prothonotary of Montgomery County.
- Real Estate Records of \_\_\_\_\_ County.

Number of Additional Sheets (if any):

Optional Special Identification (Max. 10 characters):

ORIGINAL FINANCING STATEMENT BEING CHANGED

This Financing Statement Change relates to an original Financing Statement No. 9200182

filed with the:

- Secretary of the Commonwealth on (date) \_\_\_\_\_
- Prothonotary of \_\_\_\_\_ County on (date) \_\_\_\_\_
- Real Estate Records on Montgomery County on (date) 7-25-92

DESCRIPTION OF FINANCING STATEMENT CHANGE:

- Continuation - The original Financing Statement identified above is still effective.
- Termination - The Secured Party of Record no longer claims a security interest under the original Financing Statement identified above.
- Release - The Secured Party of Record has released the collateral described in block 11 from the collateral covered by the original Financing Statement identified above.
- Assignment - The Secured Party of Record has assigned to the Assignee, whose name and address are contained in block 11, rights in the collateral described in block 11 under the original Financing Statement identified above.
- Amendment - The original Financing Statement identified above is amended as set forth in block 11 (signatures of Debtor and Secured Party of Record are required).

Description of collateral released, rights assigned, Assignee (name and address), or amendment (as indicated in block 10):

Record and Return To  
Security Search & Abstract Co.  
Suite 403  
18 W. Airy Street  
Norristown, PA 19401

RETURN RECEIPT TO:

**PARTIES**  
Debtor name (last name first if individual) and mailing address:  
BUDGE INDUSTRIES, INC.  
821 Tech Drive  
Telford, PA 18969

**FINANCING STATEMENT CHANGE**  
Uniform Commercial Code Form UCC-1  
IMPORTANT - Please read instructions on reverse side of page 4 before completing  
Date, Time, Filing Office (stamped by filing officer)

Filing No. (stamped by filing officer):  
94-401

**Full Termination Entered on the Record this 11th day of June A.D. 1997**  
Deputy Recorder

This Financing Statement is presented for filing pursuant to the Uniform Commercial Code, and is to be filed with the (check applicable box):  
 Secretary of the Commonwealth.  
 Prothonotary of  
 Real Estate Records of Montgomery County, PA

Debtor name (last name first if individual) and mailing address:  
1  
CONTINENTAL BANK  
1535 Locust Street, 2nd Floor  
Philadelphia, PA 19102

2  
Assignee(s) of Secured Party name(s) (last name first if individual) and address for security interest information:

Number of Additional Sheets (if any):  
Optional Special Identification (Max. 10 characters):  
Identify collateral by item and/or type: COLLATERAL

See Exhibit "A" attached hereto and made a part hereof

2b  
**Special Types of Parties** (check if applicable):  
 The terms "Debtor" and "Secured Party" mean "Lessee" and "Lessor," respectively.  
 The terms "Debtor" and "Secured Party" mean "Consignee" and "Consignor," respectively.  
 Debtor is a Transmitting Utility.

9  
 (check only if desired) Products of the collateral are also covered.  
a.  crops growing or to be grown on —  
b.  goods which are or are to become fixtures on —  
c.  minerals or the like (including oil and gas) as extracted on —  
d.  accounts resulting from the sale of minerals or the like (including oil and gas) at the wellhead or minehead on —

3  
**SECURED PARTY SIGNATURE(S)**  
This statement is filed with only the Secured Party's signature to perfect a security interest in collateral (check applicable box(es)) —

Identify related real estate:  
the following real estate:  
Street Address: 821 Tech Drive, Telford, PA  
Described at: Book \_\_\_\_\_ of (check one)  Deeds  Mortgages, at Page(s) \_\_\_\_\_  
for \_\_\_\_\_ County, Uniform Parcel Identifier \_\_\_\_\_  
 Described on Additional Sheet.

a.  acquired after a change of name, identity or corporate structure of the Debtor.  
b.  as to which the filing has lapsed.  
c. already subject to a security interest in another county in Pennsylvania —  
 when the collateral was moved to this county.  
 when the Debtor's residence or place of business was moved to this county.  
d. already subject to a security interest in another jurisdiction —  
 when the collateral was moved to Pennsylvania.  
 when the Debtor's location was moved to Pennsylvania.  
e.  which is proceeds of the collateral described in block 9, in which a security interest was previously perfected (also describe proceeds in block 9, if purchased with cash proceeds and not adequately described on the original financing statement).

Name of record owner (required only if no Debtor has an interest of record):  
Robert T. Healey and William J. Healey, Co-Partners 10  
Debtor Signature(s):  
BUDGE INDUSTRIES, INC.  
DEBTOR SIGNATURE(S)  
By: Bruce Baron  
1a BRUCE BARON, PRESIDENT  
1b

4  
Secured Party Signature(s)  
(required only if box(es) is checked above):

RETURN RECEIPT TO:  
11  
Jubanyik, Varbalow, Tedesco, Skaw & Shaffer  
The Fidelity Building, Suite 1342  
123 South Broad Street  
Philadelphia, PA 19109  
Attn: Francine C. Raichlen, Esquire

**EXHIBIT "A" TO UCC-1**

**DEBTOR: BUDGE INDUSTRIES, INC.**

**SECURED PARTY: CONTINENTAL BANK**

**COLLATERAL**

All Debtor's present and future personal assets, including accounts, chattel paper, contract rights, documents, equipment, furniture, machinery and fixtures (including parts, repairs, replacements, accessories, and accessions thereto), general intangibles, goods, instruments, inventory, finished products and work in process, including all cash and non-cash proceeds thereof (including insurance proceeds) and all books, records, and other evidence of the foregoing, whether written, stored in computer memory, or stored on computer tape, disk or punch cards, and any equipment containing such evidence and/or necessary for the access to such evidence, including computer programs.

4361EXA.FGR



**PARTIES**

Debtor name (last name first if individual) and mailing address:

Budge Industries, Inc.  
821 Tech Drive  
Telford, PA 18969

Debtor name (last name first if individual) and mailing address:

*June*

*E. Kelly*

Debtor name (last name first if individual) and mailing address:

Secured Party(ies) of Record name(s) (last name first if individual) and address for security interest information:

PNC Bank, N.A. (successor by merger to Continental Bank)  
1500 Market Street  
Philadelphia, PA 19102

Special Types of Parties (check if applicable):

- The terms "Debtor" and "Secured Party" mean "Lessee" and "Lessor," respectively.
- The terms "Debtor" and "Secured Party" mean "Consignee" and "Consignor," respectively.
- Debtor is a Transmitting Utility.

**SIGNATURE(S)**

Debtor Signature(s) (only if Amendment):

Secured Party Signature(s):

PNC Bank, N.A. (successor by merger to Continental Bank)

By: *James Hanson*

**FINANCING STATEMENT CHANGE**  
Uniform Commercial Code Form UCC-3  
**IMPORTANT** - see read instructions on reverse side of page 4 before completing

Filing No. (stamped by filing officer):

Date, Time, Filing Office (stamped by filing officer)

94-401

This Financing Statement Change is presented for filing pursuant to the Uniform Commercial Code, and is to be filed with the (check applicable box):

- Secretary of the Commonwealth.
- Prothonotary of Montgomery County.
- Real Estate Records of \_\_\_\_\_ County.

Number of Additional Sheets (if any):

Optional Special Identification (Max. 10 characters):

**ORIGINAL FINANCING STATEMENT BEING CHANGED**

This Financing Statement Change relates to an original Financing Statement No. 9400401 filed with the:

- Secretary of the Commonwealth on (date) \_\_\_\_\_
- Prothonotary of \_\_\_\_\_ County on (date) \_\_\_\_\_
- Real Estate Records of Montgomery County on (date) 4-22-94

**DESCRIPTION OF FINANCING STATEMENT CHANGE**

- Continuation - The original Financing Statement identified above is still effective.
- Termination - The Secured Party of Record no longer claims a security interest under the original Financing Statement identified above.
- Release - The Secured Party of Record has released the collateral described in block 11 from the collateral covered by the original Financing Statement identified above.
- Assignment - The Secured Party of Record has assigned to the Assignee, whose name and address are contained in block 11, rights in the collateral described in block 11 under the original Financing Statement identified above.
- Amendment - The original Financing Statement identified above is amended as set forth in block 11 (signatures of Debtor and Secured Party of Record are required).

Description of collateral released, rights assigned, Assignee (name and address), or amendment (as indicated in block 10):

RETURN RECEIPT TO:

Record and Return To  
Security Search & Abstract Co.  
Suite 403  
18 W. Airy Street  
Norristown, PA 19401

**PARTIES**

Debtor name (last name first if individual) and mailing address.

Budge Industries, Inc.  
821 Tech Drive  
Telford, PA 18969

1

Debtor name (last name first if individual) and mailing address:

1a

Debtor name (last name first if individual) and mailing address:

1b

Secured Party(ies) of Record name(s) (last name first if individual) and address for security interest information:

PNC Bank, N.A. (successor by merger to Continental Bank)  
1500 Market Street  
Philadelphia, PA 19102

2

Special Types of Parties (check if applicable):

- The terms "Debtor" and "Secured Party" mean "Lessee" and "Lessor," respectively.
- The terms "Debtor" and "Secured Party" mean "Consignee" and "Consignor," respectively.
- Debtor is a Transmitting Utility.

3

**SIGNATURE(S)**

Debtor Signature(s) (only if Amendment):

Secured Party Signature(s):

PNC Bank, N.A. (successor by merger to Continental Bank)

By: *Janne Hansen, VP*

4

**FINANCING STATEMENT CHANGE**  
Uniform Commercial Code Form UCC-3  
IMPORTANT — Please read instructions on reverse side of page 4 before completing

Filing No. (stamped by filing officer):

Date, Time, Filing Office (stamped by filing officer)

5

This Financing Statement Change is presented for filing pursuant to the Uniform Commercial Code, and is to be filed with the (check applicable box):

- Secretary of the Commonwealth.
- Prothonotary of \_\_\_\_\_ County.
- Real Estate Records of \_\_\_\_\_ County.

6

Number of Additional Sheets (if any):

7

Optional Special Identification (Max. 10 characters):

8

**ORIGINAL FINANCING STATEMENT BEING CHANGED**

This Financing Statement Change relates to an original Financing Statement No. 23010794 filed with the:

- Secretary of the Commonwealth on (date) 4/ii/94
- Prothonotary of \_\_\_\_\_ County on (date) \_\_\_\_\_
- Real Estate Records of \_\_\_\_\_ County on (date) \_\_\_\_\_

9

**DESCRIPTION OF FINANCING STATEMENT CHANGE**

- Continuation - The original Financing Statement identified above is still effective.
- Termination - The Secured Party of Record no longer claims a security interest under the original Financing Statement identified above.
- Release - The Secured Party of Record has released the collateral described in block 11 from the collateral covered by the original Financing Statement identified above.
- Assignment - The Secured Party of Record has assigned to the Assignee, whose name and address are contained in block 11, rights in the collateral described in block 11 under the original Financing Statement identified above.
- Amendment - The original Financing Statement identified above is amended as set forth in block 11 (signatures of Debtor and Secured Party of Record are required).

10

Description of collateral released, rights assigned, Assignee (name and address), or amendment (as indicated in block 10):

11

RETURN RECEIPT TO:

12

**PARTIES**

Debtor name (last name first if individual) and mailing address:

Budge Industries, Inc.  
Hilltown Industrial Park  
821 Tech Drive  
Telford, PA 18969

1

Debtor name (last name first if individual) and mailing address:

Debtor name (last name first if individual) and mailing address:

1a

Secured Party(ies) of Record name(s) (last name first if individual) and address for security interest information:

PNC Bank, N.A.  
1500 Market Street  
Philadelphia, PA 19102

1b

Special Types of Parties (check if applicable):

- The terms "Debtor" and "Secured Party" mean "Lessee" and "Lessor," respectively.
- The terms "Debtor" and "Secured Party" mean "Consignee" and "Consignor," respectively.
- Debtor is a Transmitting Utility.

3

**SIGNATURE(S)**

Debtor Signature(s) (only if Amendment):

Secured Party Signature(s):

PNCBank, N.A.

By: *Janne Homan*

4

**FINANCING STATEMENT CHANGE**  
Uniform Commercial Code Form UCC-3  
**IMPORTANT — Please read instructions on reverse side of page 4 before completing**

Filing No. (stamped by filing officer):

Date, Time, Filing Office (stamped by filing officer)

5

This Financing Statement Change is presented for filing pursuant to the Uniform Commercial Code, and is to be filed with the (check applicable box):

- Secretary of the Commonwealth.
- Prothonotary of \_\_\_\_\_ County.
- Real Estate Records of \_\_\_\_\_ County.

6

Number of Additional Sheets (if any):

7

Optional Special Identification (Max. 10 characters):

8

**ORIGINAL FINANCING STATEMENT BEING CHANGED**

This Financing Statement Change relates to an original Financing Statement No. 20540851

filed with the:

- Secretary of the Commonwealth on (date) 02/20/92
- Prothonotary of \_\_\_\_\_ County on (date) \_\_\_\_\_
- Real Estate Records of \_\_\_\_\_ County on (date) \_\_\_\_\_

9

**DESCRIPTION OF FINANCING STATEMENT CHANGE**

- Continuation - The original Financing Statement identified above is still effective.
- Termination - The Secured Party of Record no longer claims a security interest under the original Financing Statement identified above.
- Release - The Secured Party of Record has released the collateral described in block 11 from the collateral covered by the original Financing Statement identified above.
- Assignment - The Secured Party of Record has assigned to the Assignee, whose name and address are contained in block 11, rights in the collateral described in block 11 under the original Financing Statement identified above.
- Amendment - The original Financing Statement identified above is amended as set forth in block 11 (signatures of Debtor and Secured Party of Record are required).

10

Description of collateral released, rights assigned, Assignee (name and address), or amendment (as indicated in block 10):

11

RETURN RECEIPT TO:

12

**PARTIES**

Debtor name (last name first if individual) and mailing address:

Budge Industries, Inc.  
821 Tech Drive  
Telford, PA 18969

1

Debtor name (last name first if individual) and mailing address:

1a

Debtor name (last name first if individual) and mailing address:

1b

Secured Party(ies) of Record name(s) (last name first if individual) and address for security interest information:

PNC Bank, N.A. (successor by merger to Continental Bank)  
1500 Market Street  
Philadelphia, PA 19102

2

Special Types of Parties (check if applicable):

- The terms "Debtor" and "Secured Party" mean "Lessee" and "Lessor," respectively.
- The terms "Debtor" and "Secured Party" mean "Consignee" and "Consignor," respectively.
- Debtor is a Transmitting Utility.

3

**SIGNATURE(S)**

Debtor Signature(s) (only if Amendment):

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Secured Party Signature(s):

PNC Bank, N.A. (successor by merger to Continental Bank)

By: *Jeanne Hanson*

4

**FINANCING STATEMENT CHANGE**  
Uniform Commercial Code Form UCC-3  
**IMPORTANT** — Please read instructions on reverse side of page 4 before completing

Filing No. (stamped by filing officer):

Date, Time, Filing Office (stamped by filing officer)

5

This Financing Statement Change is presented for filing pursuant to the Uniform Commercial Code, and is to be filed with the (check applicable box):

- Secretary of the Commonwealth.
- Prothonotary of Montgomery County.
- Real Estate Records of \_\_\_\_\_ County.

6

Number of Additional Sheets (if any): 7

7

Optional Special Identification (Max. 10 characters): 8

8

**ORIGINAL FINANCING STATEMENT BEING CHANGED**

This Financing Statement Change relates to an original Financing Statement No. 9400401

filed with the:

- Secretary of the Commonwealth on (date) \_\_\_\_\_
- Prothonotary of Montgomery County on (date) 4/22/94
- Real Estate Records of \_\_\_\_\_ County on (date) \_\_\_\_\_

9

**DESCRIPTION OF FINANCING STATEMENT CHANGE**

- Continuation - The original Financing Statement identified above is still effective.
- Termination - The Secured Party of Record no longer claims a security interest under the original Financing Statement identified above.
- Release - The Secured Party of Record has released the collateral described in block 11 from the collateral covered by the original Financing Statement identified above.
- Assignment - The Secured Party of Record has assigned to the Assignee, whose name and address are contained in block 11, rights in the collateral described in block 11 under the original Financing Statement identified above.
- Amendment - The original Financing Statement identified above is amended as set forth in block 11 (signatures of Debtor and Secured Party of Record are required).

10

Description of collateral released, rights assigned, Assignee (name and address), or amendment (as indicated in block 10):

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

11

RETURN RECEIPT TO:

12

**PARTIES**

Debtor name (last name first if individual) and mailing address:

Budge Industries, Inc.  
821 Tech Drive  
Telford, PA 18969

1

Debtor name (last name first if individual) and mailing address:

1a

Debtor name (last name first if individual) and mailing address:

1b

Secured Party(ies) of Record name(s) (last name first if individual) and address for security interest information:

PNC Bank, N.A. (successor by merger to Continental Bank)  
1500 Market Street  
Philadelphia, PA 19102

2

Special Types of Parties (check if applicable):

- The terms "Debtor" and "Secured Party" mean "Lessee" and "Lessor," respectively.
- The terms "Debtor" and "Secured Party" mean "Consignee" and "Consignor," respectively.
- Debtor is a Transmitting Utility.

3

**SIGNATURE(S)**

Debtor Signature(s) (only if Amendment):

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Secured Party Signature(s):

PNC Bank, N.A. (successor by merger to Continental Bank)

By: Jeanne Johnson, VP

4

**FINANCING STATEMENT CHANGE**  
Uniform Commercial Code Form UCC-3  
**IMPORTANT — Please read instructions on reverse side of page 4 before completing**

Filing No. (stamped by filing officer):

Date, Time, Filing Office (stamped by filing officer)

5

This Financing Statement Change is presented for filing pursuant to the Uniform Commercial Code, and is to be filed with the (check applicable box):

- Secretary of the Commonwealth.
- Prothonotary of Montgomery County.
- Real Estate Records of \_\_\_\_\_ County.

6

Number of Additional Sheets (if any):

7

Optional Special Identification (Max. 10 characters):

8

**ORIGINAL FINANCING STATEMENT BEING CHANGED**

This Financing Statement Change relates to an original Financing Statement No. 9200182

filed with the:

- Secretary of the Commonwealth on (date) \_\_\_\_\_
- Prothonotary of Montgomery County on (date) 2/25/92
- Real Estate Records of \_\_\_\_\_ County on (date) \_\_\_\_\_

9

**DESCRIPTION OF FINANCING STATEMENT CHANGE**

- Continuation - The original Financing Statement identified above is still effective.
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10

Description of collateral released, rights assigned, Assignee (name and address), or amendment (as indicated in block 10):

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

11

RETURN RECEIPT TO:

12