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U.S. DEPARTMENT OF COMMERCE  
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TRADEMARKS ONLY



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inal document or copy thereof.

To the Honorable Commissioner of Patents and

1. Name of Party(ies) conveying an interest:

TEPSCO, L.P.

5-22-02

05-22-2002

U.S. Patent & TMO/fo/TM Mail Rcpt Dt. #70

- Individual(s)
- General Partnership
- Corporation -
- Other

- Association
- Limited Partnership of Texas

2. Name and Address of Party(ies) receiving an interest:

The Prudential Insurance Company of America, Collateral Agent  
c/o Prudential Capital Group  
2200 Ross Avenue, Suite 4200E  
Dallas, Texas 75201

- Individual
- General Partnership
- Corporation -
- Other - New Jersey Insurance Corporation
- Citizenship

- Association
- Limited Partnership

3. Interest Conveyed:

- Assignment
- Security Agreement
- Other
- Change of Name
- Merger

If not domiciled in the United States, a domestic representative designation is attached:

- Yes
- No

Effective Date: March 25, 2002

4. Application number(s) or registration number(s). Additional sheet attached? Yes X No

A. Trademark Application No.(s) 78/129538

B. Trademark Registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Luke Weedon, Esq.  
Baker Botts L.L.P.  
Street Address: 2001 Ross Avenue, Suite 600  
City: Dallas  
State: Texas Zip: 75201-2980

6. Number of applications and registrations involved: One (1)

7. Amount of fee enclosed or authorized to be charged: \$40.00

8. Deposit account number (Attach duplicate copy of this form if paying by deposit account): 50-2147

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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.

Luke Weedon  
Name of Person Signing

*Luke Weedon*  
Signature

05-22-02  
Date

Total number of pages including cover sheet 4

OMB No. 0651-0011 (exp. 4/94)

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06/07/2002 MUELLER 00000148 78129538 40.00

## ASSIGNMENT OF SECURITY INTEREST IN TRADEMARKS

Pursuant to a Security Agreement (the "**Security Agreement**"), dated as of March 25, 2002, TEPSCO, L.P. a Texas limited partnership ("**Grantor**"), whose address is 2909 Aaron Street, Deer Park, Texas 77536, as assignor, hereby grants and assigns to The Prudential Insurance Company of America, as Collateral Agent, whose address is c/o Prudential Capital Group, 2200 Ross Avenue, Suite 4200E, Dallas, Texas 75201, Attention: Managing Director, as assignee, a continuing security interest in and a continuing lien upon, all trademarks and service marks, registrations and applications for registration now owned or hereafter acquired by Grantor, together with the goodwill associated therewith (the "**Goodwill**"), including without limitation the below listed registrations and applications for registration:

### Registrations

<u>Registration Number</u>	<u>Issue Date</u>	<u>Mark</u>
None.		

### Applications

<u>Application Number</u>	<u>Filing Date</u>	<u>Mark</u>
78/129538	May 17, 2002	TEPSCO

*[Remainder of Page Intentionally Left Blank; Signature Page Follows]*

The Collateral Agent's security interest in the trademarks, service marks, registrations, applications for registration and Goodwill can be terminated only in accordance with the terms of the Security Agreement.

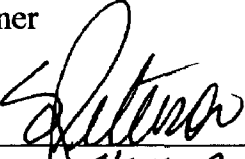
TEPSCO, L.P.

By: TSC General Partner, LLC, its  
general partner

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

Name:

Title:



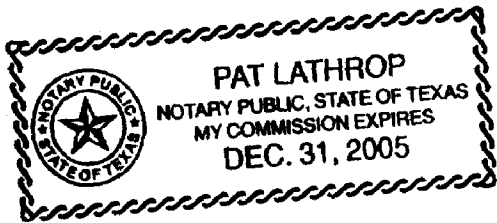
Steven C. Peterson  
President

ACKNOWLEDGMENT:

STATE OF TEXAS

COUNTY OF HARRIS

On this 25th day of March, 2002 before me, a Notary Public for the State and County aforesaid, came Steven C. Peterson, to me known and known to be the President of TSC General Partner, LLC, a Minnesota limited liability company and the general partner of TEPSCO, L.P., a Texas limited partnership, and he acknowledged to me that he executed the foregoing Assignment pursuant to authority duly vested in him by said limited liability company.



Pat Lathrop  
Notary Public