

01-14-2003

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

REC T



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

Tab settings

102337309

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

1. Name of conveying party(ies): Hamilton Beach/Proctor-Silex, Inc. 4421 Waterfront Drive Glen Allen, VA 23060

1/4 03

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

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

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other Notice of Grant of Security Interest

Execution Date: December 17, 2002

2. Name and address of receiving party(ies) Name: Wachovia Bank, N.A., as Agent Internal Address:

Street Address: 201 South College Street CP-080 City: Charlotte State: NC Zip: 28288

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other National Banking Association

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

OFFICE OF PROTO RECORDS 2003 JAN - 8 PM 3:18 FINANCE SECTION

4. Application number(s) or registration number(s): A. Trademark Application No.(s) SEE ATTACHED SCHEDULE

B. Trademark Registration No.(s) SEE ATTACHED SCHEDULE

Additional number(s) attached Yes No

512451

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

Name: Steven D. Thomas

Internal Address: Moore & Van Allen, PLLC

Street Address: 2200 West Main Street Suite 800

City: Durham State: NC Zip: 27705

6. Total number of applications and registrations involved: 30

7. Total fee (37 CFR 3.41): \$ 765.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number: 50-2316

DO NOT USE THIS SPACE

9. Signature.

Steven D. Thomas Name of Person Signing

Signature

January 8, 2003 Date

Total number of pages including cover sheet, attachments, and document: 05

01/13/2003 INUELLER 00000071 512451

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

01 FC:8521 02 FC:8522

40.00 OP 725.00 OP

TRADEMARK REEL: 002647 FRAME: 0852

# Schedule A

## U.S. Trademarks

### Registered Marks

| Mark                            | Registration No. | Registration Date |
|---------------------------------|------------------|-------------------|
| HAMILTON BEACH                  | 512451           | 7/19/49           |
| JUICIT Stylized Letters         | 353979           | 1/25/38           |
| SILEX Stylized Letters          | 307541           | 10/31/33          |
| HAMILTON BEACH Stylized Letters | 259231           | 7/23/29           |
| SUPREME STEAM                   | 2641272          | 10/22/02          |
| TURBO-TWISTER                   | 2644029          | 10/29/02          |
| HB Stylized Letters             | 785912           | 3/2/65            |
| H B and Design                  | 774059           | 7/28/64           |
| MIXETTE Stylized Letters        | 746522           | 3/12/63           |

### Pending Applications

| Mark                               | Application No. | Filing Date |
|------------------------------------|-----------------|-------------|
| HAMILTON BEACH SNOWMAN             | 76429065        | 7/1/02      |
| SILEX                              | 76157195        | 10/31/00    |
| INHALES ODORS SO YOU DON'T HAVE TO | 76118301        | 8/29/00     |
| AIRSMART                           | 76085787        | 7/10/00     |
| EASYSKIN                           | 76085786        | 7/10/00     |
| PLUGMOUNT                          | 76085782        | 7/10/00     |
| QUIETMIST Stylized Letters         | 76085781        | 7/10/00     |
| TRUEAIR                            | 76085778        | 7/10/00     |
| WHISPERCLEAN Stylized Letters      | 76085777        | 7/10/00     |
| SMART PRODUCTS FOR BETTER LIVING   | 76076913        | 6/21/00     |
| TANGO                              | 75903437        | 1/25/00     |
| PROCTORSILEX                       | 75897712        | 1/18/00     |
| HAMILTON BEACH                     | 75897706        | 1/18/00     |
| PROCTORSILEX                       | 75897702        | 1/18/00     |
| SMART PRODUCTS FOR BETTER LIVING   | 75896675        | 1/14/00     |
| SMART PRODUCTS FOR BETTER LIVING   | 75896558        | 1/14/00     |
| SMART PRODUCTS FOR BETTER LIVING   | 75896528        | 1/14/00     |
| SMART PRODUCTS FOR BETTER LIVING   | 75896527        | 1/14/00     |
| SMART PRODUCTS FOR BETTER LIVING   | 75896526        | 1/14/00     |
| SURELOC                            | 75867588        | 12/9/99     |
| HAMILTON BEACH                     | 75644298        | 2/19/99     |

NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of December 17, 2002 (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement") by and among the Obligors thereto (each an "Obligor" and collectively, the "Obligors") and Wachovia Bank, National Association, as administrative agent (the "Agent") for the lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Agent for the benefit of the Lenders:

TRADEMARKS

| <u>Trademark No.</u> | Description of<br><u>Trademark</u> | <u>Date of Trademark</u> |
|----------------------|------------------------------------|--------------------------|
|                      | See Schedule A attached<br>hereto. |                          |

TRADEMARK APPLICATIONS

| <u>Trademark Application No.</u> | Description of Trademark<br><u>Applied For</u> | <u>Date of Trademark</u><br><u>Application</u> |
|----------------------------------|--|--|
|                                  | See Schedule A attached<br>hereto.             |  |

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

Very truly yours,

HAMILTON BEACH/PROCTOR-SILEX, INC.

By: 

Name: James H. Taylor

Title: Vice President and Treasurer

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,  
as Agent

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

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

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

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

Very truly yours,

HAMILTON BEACH/PROCTOR-SILEX, INC.

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

Name: James H. Taylor

Title: Vice President and Treasurer

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,  
as Agent

By: 

Name: Steven O. Haas

Title: Director

**Schedule A**

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| TANGO                              | 75903437        | 1/25/00     |
| PROCTORSILEX                       | 75897712        | 1/18/00     |
| HAMILTON BEACH                     | 75897706        | 1/18/00     |
| PROCTORSILEX                       | 75897702        | 1/18/00     |
| SMART PRODUCTS FOR BETTER LIVING   | 75896675        | 1/14/00     |
| SMART PRODUCTS FOR BETTER LIVING   | 75896558        | 1/14/00     |
| SMART PRODUCTS FOR BETTER LIVING   | 75896528        | 1/14/00     |
| SMART RRODUCTS FOR BETTER LIVING   | 75896527        | 1/14/00     |
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