

03-10-2003



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

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

102385110

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

1. Name of conveying party(ies): MPI Acquisition, LLC
Individual(s) Association General Partnership Limited Partnership Corporation-State Other Indiana limited liability company
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Wells Fargo Business Credit, Inc.
Internal Address: 111 East Wayne Street, Fourth Floor
Street Address: MAC N8622-014
City: Fort Wayne State: Indiana Zip: 46802
Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Minnesota Other
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
Assignment Merger Security Agreement Change of Name Other notice of grant of security interest
Execution Date: 01/31/03

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) see exhibit A
B. Trademark Registration No.(s) see exhibit A
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Adam L. Brookman; Godfrey & Kahn, S.C.
Internal Address:
Street Address: 780 N. Water Street
City: Milwaukee State: WI Zip: 53202

6. Total number of applications and registrations involved: 17
7. Total fee (37 CFR 3.41) \$ 440.00
Enclosed Authorized to be charged to deposit account for any deficiencies
8. Deposit account number: 07-1509
(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.
Adam L. Brookman
Name of Person Signing Signature Date 2/25/03
Total number of pages including cover sheet, attachments, and document: 3

03/07/2003 LHWELLER 00000050 2207570

01 FC:4521 40.00 DP
02 FC:4522 400.00 DP

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

EXHIBIT A

UNITED STATES TRADEMARKS

REGISTRATIONS

<u>Mark</u>	<u>Registration Number</u>	<u>Registration Date</u>
Coyote	2,207,570	12/01/1998
Condor	2,338,981	04/04/2000
Critter	2,243,344	05/04/1999
Deuce	2,266,806	08/03/1999
Dingo	1,326,828	08/26/1985
Eagle	2,140,808	03/03/1998
Manco	2,305,479	01/04/2000
Phoenix	2,325,085	03/07/2000
Rattler	2,137,203	02/17/1998
Starbird	2,140,807	03/03/1998
Sidekick	2,284,391	10/12/1999
Thunderbird	2,165,500	06/16/1998
Yellow Jacket	2,311,317	1/25/2000
Hornet	2,523,012	12/25/2001
Masters of Motion	2,520,616	12/18/2001

APPLICATIONS

<u>Mark</u>	<u>Application Number</u>	<u>Filing Date</u>
Bad Cat	75/606,562	12/16/1998
Hornet	76/359,543	01/16/2002

**NOTICE OF GRANT OF SECURITY INTEREST
IN TRADEMARKS**

United States Patent and Trademark Office

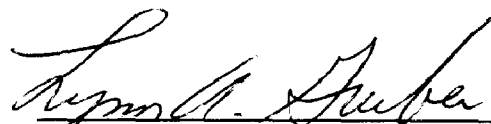
Ladies and Gentlemen:

Please be advised that pursuant to the Patent and Trademark Security Agreement dated as of January 31, 2003 (the "Security Agreement"), by MPI ACQUISITION, LLC (the "Debtor") and WELLS FARGO BUSINESS CREDIT, INC. (the "Secured Party"), the Debtor has granted to the Secured Party a continuing security interest in and continuing lien upon the trademark registrations and/or trademark applications listed in **Exhibit A**, hereto.

The Secured Party, hereby acknowledges that the security interest in the foregoing trademark registrations and/or 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 registrations or trademark applications.


Very truly yours,

WELLS FARGO BUSINESS CREDIT, INC.

By: 
Lynn A. Gruber, Vice President

STATE OF WISCONSIN)
)
COUNTY OF MILWAUKEE)

The foregoing instrument was acknowledged before me this 31ST day of January, 2003, by Lynn A. Gruber, a Vice President of Wells Fargo Business Credit, Inc., a Minnesota corporation, on behalf of the corporation.


Notary Public
My commission is permanent