

06-25-2003



102481861

EET

-Y

Docket No.:

042N-105078

Tab settings

To the Director of the United States Patent

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Apogee Enterprises, Inc.

6-23-03

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Invoice and Order from Auction
- Merger
- Change of Name

Execution Date: 12/18/02

2. Name and address of receiving party(ies):

Name: J. Baxter Brinkman International Corporation

Internal Address:

Street Address: 5215 McEwen Road

City: Dallas State: TX ZIP: 75244

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Texas
- 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 numbers(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,075,479

Additional numbers attached? Yes No

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

Name: Janene P. Bassett, Esquire

Internal Address: Sheppard, Mullin, Richter &

Hampton, LLP

Street Address: 333 South Hope Street

48th Floor

City: Los Angeles State: CA ZIP: 90071

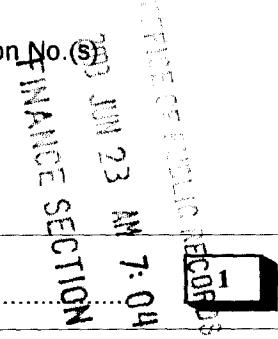
6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41):.....\$ \$40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

19-1853



DO NOT USE THIS SPACE

06/24/2003 6TON11 00000021 2075479

01 FC:8521 40.00 OP

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.

Janene P. Bassett

Name of Person Signing

Janene P. Bassett
Signature

June 19, 2003

Date

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

15

Date: 12/18/102

JAMES G. MURPHY CO.
PO Box 82160, Kenmore, Wa. 98028
Phone: (425) 486-1246
ORDER

Page 1

BUYER #: 428

99999

INVOICE 1 30592

LOT	QTY	DESCRIPTION/YEAR/MAKE/MODEL/SN	UNIT PRICE	EXTENSION	TAX?
1X	1	ALL EQUIPMENT AND INVENTORY LOCATED IN BELLINGHAM, WA	100,000.00	10.00 110,000.00	Y
2X	1	ALL EQUIPMENT AND INVENTORY LOCATED IN HEBRON, KY	100,000.00	10.00 110,000.00	Y
3X	1	INTANGIBLES RELATING TO POOCH PILLOW AND PET BED	25,000.00	10.00 27,500.00	Y
				Total Merchandise	247,500.00

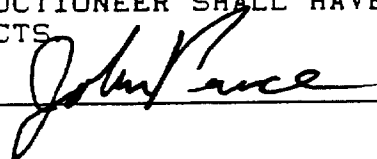
*BUYER WILL PROVIDE
MFG. EXEMPTION CERTIFICATE*

APOGEE 12/18/2002

Merchandise Total	247,500.00
Sales Tax	19,552.50
Title Fees	-0-
Invoice Total	267,052.50
Amount Paid	-0-
Applied to Account	-0-
Invoice Balance	267,052.50

Purchaser agrees that these purchases were sold AS IS, WHERE IS, WITH ALL FAULTS AND WITHOUT ANY WARRANTY, EITHER EXPRESSED OR IMPLIED AND PURCHASER WILL BEAR ENTIRE EXPENSE OF REPAIRING OR CORRECTING ANY DEFECTS THAT PRESENTLY EXIST OR THAT MAY OCCUR TO THESE PURCHASES AND SELLER AND AUCTIONEER SHALL HAVE NO LIABILITY WHATSOEVER TO ANYONE FOR FOR ANY DEFECTS

SIGNED: _____



TRADEMARK
REEL: 002763 FRAME: 0128

**NO MINIMUM STARTING BIDS
NO ITEMS WITH RESERVE PRICES**

James G. Murphy Inc.

Commercial / Industrial Auctioneers

PUBLIC AUCTION

By Order Secured Creditor

Apogee
Enterprises, d.b.a.

Apogee
industries inc.

To be offered as 2 lots or as piecemeal auction

Pet Bed Manufacturing Equipment, Inventory, Rolling Stock

10am - Wednesday - Dec 18

Preview 8 to 10am, Wednesday, December 18

3710 Irongate Road • Bellingham, WA
1973 International Way • Hebron, KY

Phone: 425-486-1246 • 503-463-4444 • www.murphyauction.com

Due to insurance and safety reasons, no one under 12 years of age will be admitted.

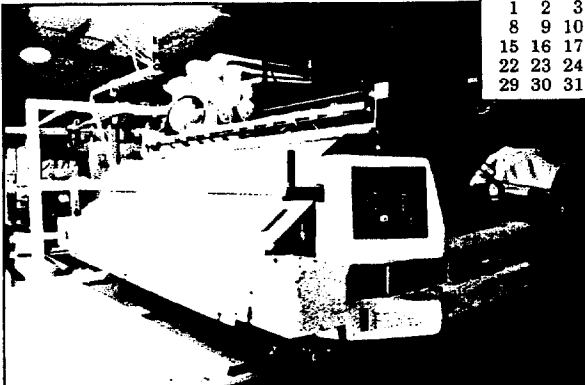
James G. Murphy Inc.

Auctioneers • Appraisals • Liquidations
P.O. Box 82160
Kenmore, Washington 98028

FIRST CLASS MAIL
U.S. POSTAGE PAID
BOTHELL, WA
Permit No. 103

FIRST CLASS

DECEMBER 2002						
S	M	T	W	T	F	S
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	26	27	28
29	30	31				



Cloth Spreading Machine

TRADEMARK
REEL: 002763 FRAME: 0129

AUCTION CATALOG

APOGEE

10 AM - WEDNESDAY - DECEMBER 18

Preview 8:00 am to 10:00 am, Wednesday, December 18
3710 Irongate Road, Bellingham, WA & 1973 International Way, Hebron, KY
(425) 486-1246

TERMS AND CONDITIONS

**LOTS 1-1000 (BELLINGHAM, WA)
LOTS 1001-END (HEBRON, KY)**

10% BUYERS PREMIUM

Due to insurance and safety reasons, children under 12 cannot be admitted.

PAYMENT: Full payment must be made by no later than the close of business, auction day. Cash, cashier's check, Mastercard & Visa Cards, wire transfers only. Checks accepted **ONLY** with bank letter of guarantee.

REMOVAL: No purchases may be removed during the auction unless announced by the auctioneer. All purchases must be removed up to 1 hour after the sale or between 8:00am to 4:30pm, Thursday & Friday, December 19 & 20.

WARRANTY DISCLAIMER: ALL SALES ARE FINAL. All items are being sold "As Is, Where Is", with all faults and without any warranties as to merchantability of fitness for a particular purpose. The principal, the auctioneer, the advertising coordinator, and any of their agents makes no express or implied warranties of any type.

Complete terms and conditions of sale will be available at the time of sale. All information was obtained from sources deemed reliable. Although every precaution has been taken to ensure accuracy, the principal, the James G. Murphy Co., the advertising coordinator, and all of their agents shall not be responsible for any errors or omissions therein. It is for this reason that we recommend that all items be thoroughly inspected prior to the point of sale. Announcements made by the auctioneer at the time of sale take precedence over printed matter. Auctioneer reserves the right to sell accessories parts or attachments on a separate and/or aggregate basis.

ABSENTEE BIDS: Absentee bids will be accepted with 25% deposit. Absentee bids under \$100.00 are not accepted. For complete rules regarding absentee bids call our office or inquire at auction site.

WASHINGTON AUCTIONEER'S LICENSE #48

www.murphvauction.com

TRADEMARK

REEL: 002763 FRAME: 0130

1X 1 each -
ALL EQUIPMENT AND INVENTORY
LOCATED IN BELLINGHAM, WA
TO BE SOLD AS A PACKAGE
SUBJECT TO SALE OF ENTIRE
PACKAGE (SEE 4X)

2X 1 each -
ALL EQUIPMENT AND INVENTORY
LOCATED IN HEBRON, KY
TO BE SOLD AS A PACKAGE
SUBJECT TO SALE OF ENTIRE
PACKAGE (SEE 4X)

3X 1 each -
INTANGIBLES RELATING TO
POOCH PILLOW AND PET BED
TO BE SOLD AS A PACKAGE
SUBJECT TO SALE OF ENTIRE
PACKAGE (SEE 4X)

4X 1 each -
ALL EQUIPMENT AND INVENTORY
LOCATED IN BELLINGHAM, WA
AND HEBRON, KY PLUS POOCH
PILLOW AND PET BED INTANGIBLES
TO BE SOLD AS ONE PACKAGE

LOTS 1-END WILL NOT BE
SOLD IF APOGEE IS SOLD
AS A PACKAGE

LOTS 1-455 LOCATED
IN BELLINGHAM
LOTS 1001-1032 LOCATED
IN HEBRON, KY

2 1 each -
EASTMAN BLUE STREAK II-629X
FABRIC CUTTER

3 1 each -
EASTMAN BLUE STREAK II-629X
FABRIC CUTTER

4 1 each -
EASTMAN BLUE STREAK II-629X
FABRIC CUTTER

5 1 each -
EASTMAN BLUE STREAK II-629X
FABRIC CUTTER

6 1 each -
EASTMAN BLUE STREAK II-629X
FABRIC CUTTER

7 1 each -
POWERSEAL TC1016
SEALER

8 1 each -
ASPAL
HEAT SEALER

9 1 each -
ASPAL
HEAT SEALER

10 1 each -
CRYSTAL VISION
SHRINK WRAP SYSTEM

11 1 each -
SUPRENA
FABRIC CUTTER

12 1 each -
FISCHBEIN ECR
BAG CLOSER

13 1 each -
FISCHBEIN ECR
BAG CLOSER

14 1 each -
FISCHBEIN ECR
BAG CLOSER

15 1 each -
FISCHBEIN ECR
BAG CLOSER

16 1 each -
FISCHBEIN ECR
BAG CLOSER

17 1 each -
FISCHBEIN ECR
BAG CLOSER

18 1 each -
FISCHBEIN ECR
BAG CLOSER

19 1 each -
TIME Q
TIME CLOCK

20 1 each -
TIME Q
TIME CLOCK

21 1 each -
ACCU SEAL
HEAT SEALER

22 1 each -
ACCU SEAL
HEAT SEALER

23 1 each -
METTLER-TOLEDO
SCALE

24 1 each -
WEIGH-TRONIX
SCALE

25 1 each -
PELOUZE #4010
SCALE, 150 LB CAPACITY

26 1 each -
PELOUZE #4010
SCALE, 150 LB CAPACITY

27 1 each -
PELOUZE #4010
SCALE, 150 LB CAPACITY

28 1 each -
PELOUZE #4010
SCALE, 150 LB CAPACITY

29 1 each -
SUNBEAM
FREIGHTMASTER 150 SCALE

30 1 each -
BOSTITCH P-50
STAPLER

31 1 each -
BOSTITCH P-50
STAPLER

32 1 each -
BOSTITCH P-50
STAPLER

33 1 each -
BOSTITCH P-50
STAPLER

34 1 each -
SENCO F
PNEUMATIC STAPLER

35 1 each -
SENCO F
PNEUMATIC STAPLER

36 1 each -
BOSTITCH
PNEUMATIC STAPLER

37 1 each -
JOSEF KIHLEBERG
PNEUMATIC STAPLER

38 1 each -
JOSEF KIHLEBERG
PNEUMATIC STAPLER

39 1 each -
BOXLOK-BOSTITCH
STAPLER

40 1 each -
BOXLOK-BOSTITCH
STAPLER

41 1 each -
BOXLOK-BOSTITCH
STAPLER

42 1 each -
BOXLOK-BOSTITCH
STAPLER

43 1 each -
BOXLOK-BOSTITCH
STAPLER

44 1 each -
BOXLOK-BOSTITCH
STAPLER

45 1 each -
BOXLOK-BOSTITCH
STAPLER

46 1 each -
BOXLOK-BOSTITCH
STAPLER

109	1 each - JUKI MO3700 HIGH SPEED OVERLOCK/SAFETY STITCH SEWING MACHINE W/TABLE & CHAIR	126	1 each - LOT, PARTS & SUPPLIES IN CABINET	147	
110	1 each - JUKI MO3700 HIGH SPEED OVERLOCK/SAFETY STITCH SEWING MACHINE W/TABLE & CHAIR	127		148	
111	1 each - JUKI MO3700 HIGH SPEED OVERLOCK/SAFETY STITCH SEWING MACHINE W/TABLE & CHAIR	128		149	
112	1 each - JUKI MO3700 HIGH SPEED OVERLOCK/SAFETY STITCH SEWING MACHINE W/TABLE & CHAIR	129		150	
113	1 each - JUKI MO3700 HIGH SPEED OVERLOCK/SAFETY STITCH SEWING MACHINE W/TABLE & CHAIR	130		151	1 each - CAMPBELL-HAUSFELD 7HP, 60 GAL, 135PSI AIR COMPRESSOR
114	1 each - JUKI MO3700 HIGH SPEED OVERLOCK/SAFETY STITCH SEWING MACHINE W/TABLE & CHAIR	131	1 each - SABER IND. C550 CLOTH SPREADING MACHINE 115 YD PER MIN, 3HP, 220V, 3 PH W/52' CUTTING TABLE	152	1 each - PALLET JACK
115	1 each - JUKI MO3700 HIGH SPEED OVERLOCK/SAFETY STITCH SEWING MACHINE W/TABLE & CHAIR	132	1 each - 72' CUTTING TABLE	153	1 each - PALLET JACK
116	1 each - CONSEW 206-RB4 SEWING MACHINE	133	1 each - FABRIC ROLL CART W/(9) BARS	154	1 each - PALLET JACK
117	1 each - BROTHER DB2-B790-3 SEWING MACHINE	134	1 each - ORMONT MACHINE FOAM SHREDDER W/BLOWER-TOYO SUISAN KIKAI 10' CONVEYOR	155	1 each - SIGNODE DD-14 BANDING CART
118	1 each - LOT, BINS & TABLES ON WALL	135	1 each - HOPPER W/BELT CONVEYOR	156	1 each - SIGNODE DD-14 BANDING CART
119	1 each - LOT, BINS	136	1 each - GLUE TABLE GAUGES, GUNS & GLUE	157	1 each - SIGNODE DD-14 BANDING CART
120	1 each - LOT, TABLES, CHAIRS & SUPPLIES IN CORNER	137	1 each - EDGE INDUSTRIE EL-3 VERTICAL FOAM CUTTING MACHINE s/n 1591	158	1 each - SIGNODE DD-14 BANDING CART
121	1 each - LOT, SUPPLIES ON SHELVING UNIT	138	1 each - EDGE INDUSTRIES 10-84 HORIZONTAL FOAM CUTTING MACHINE s/n 6244	159	1 each - SIGNODE DD-14 BANDING CART
122	1 each - LOT, SUPPLIES ON SHELVING UNIT	139	1 each - LOT, FOAM BLOCKS	160	1 each - SIGNODE DD-14 BANDING CART
123	1 each - SHELVING UNIT	140	1 each - LOT, FOAM BLOCKS	161	1 each - 4-WHEEL CART W/ASSORT TOOLS
124	1 each - SHELVING UNIT	141	1 each - LOT, FOAM PIECES IN SECTION	162A	1 each - HRS BAG INVERTING MACHINE
125	1 each - CABINET OF PARTS & SUPPLIES	142	1 each - LOT, FOAM PIECES IN SECTION	162B	1 each - LOT STRAPACK STRAPPING
		143	1 each - LOT, BED PILLOWS	163	1 each - MITSUBISHI FGC20 4,000 LB HRT FORKLIFT, PROPANE SIDESHIFT s/n AF82D00575
		144	1 each - LOT, PILLOW COVERS IN SECTION	164	1 each - NISSAN 50 4,700 LB HRT FORKLIFT, PROPANE SIDESHIFT, 188" MAST s/n CPHQ2P920737
		145			
		146			

230 1 each -
ELECTRIC FORKLIFT W/BATTERY
CHARGER

231 1 each -
8' CUTTING TABLE

232 1 each -
8' CUTTING TABLE

233 1 each -
16' WOODEN WORK TABLE

234 1 each -
16' WOODEN WORK TABLE

235 1 each -
DAYTON
12-1/2" BLOWER, 3HP

236 1 each -
DAYTON
12-1/2" BLOWER, 3HP

237 1 each -
DAYTON
12-1/2" BLOWER, 3HP

238 1 each -
DAYTON
12-1/2" BLOWER, 3HP

239 1 each -
DAYTON
12-1/2" BLOWER, 3HP

240 1 each -
DAYTON
12-1/2" BLOWER, 3HP

241 1 each -
DAYTON
12-1/2" BLOWER, 3HP

242 1 each -
DAYTON
12-1/2" BLOWER, 3HP

243 1 each -
FIBRE CONTROLS 310VF0AG
COMB MACHINE, 8.25HP

244 1 each -
FIBRE CONTROLS 310VF0AG
COMB MACHINE, 8.25HP

245

246

247

248

249

250

251 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

252 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

253 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

254 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

255 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

256 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

257 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

258 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

259 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

260 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

261 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

262 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

263 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

264 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

265 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

266 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

267 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

268 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

269 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

270 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

271 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

272 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

273 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

274 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

275 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

276 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

277 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

278 1 each -
LOT, PARTS & SUPPLIES IN
SECTION

279 1 each -
40' PALLET RACK

280 1 each -
48' PALLET RACK

281 1 each -
48' PALLET RACK

282 1 each -
72' PALLET RACK

283 1 each -
72' PALLET RACK

284 1 each -
TOTE OF FINISHED PET PILLOWS

285 1 each -
TOTE OF FINISHED PET PILLOWS

286 1 each -
TOTE OF FINISHED PET PILLOWS

287 1 each -
TOTE OF FINISHED PET PILLOWS

288 1 each -
TOTE OF FINISHED PET PILLOWS

289 1 each -
TOTE OF FINISHED PET PILLOWS

290 1 each -
TOTE OF FINISHED PET PILLOWS

291 1 each -
TOTE OF FINISHED PET PILLOWS

361 1 each -
LOT, LINERS FOR PET BEDS

362 1 each -
LOT, LINERS FOR PET BEDS

363 1 each -
LOT, LINERS FOR PET BEDS

364 1 each -
LOT, CARDBOARD BOXES

365

366

367 1 each -
LOT, CARDBOARD BOXES

368 1 each -
LOT, CARDBOARD BOXES

369 1 each -
LOT, CARDBOARD BOXES

370

371 1 each -
LOT, CARDBOARD BOXES

372

373

374 1 each -
LOT, PARTS & SUPPLIES IN ROW

375 1 each -
LOT, PARTS & SUPPLIES IN ROW

376 1 each -
LOT, PARTS & SUPPLIES IN ROW

377 1 each -
LOT, PARTS & SUPPLIES IN ROW

378 1 each -
LOT, PARTS & SUPPLIES IN ROW

379 1 each -
LOT, PARTS & SUPPLIES IN ROW

380 1 each -
LOT, PARTS & SUPPLIES IN ROW

381 1 each -
LOT, PARTS & SUPPLIES IN ROW

382 1 each -
LOT, PARTS & SUPPLIES IN ROW

383 1 each -
LOT, PARTS & SUPPLIES IN ROW

384 1 each -
LOT, PARTS & SUPPLIES IN ROW

385 1 each -
LOT, PARTS & SUPPLIES IN ROW

386 1 each -
PALLET OF 40" ROUND PET
PILLOWS

387 1 each -
PALLET OF 40" ROUND PET
PILLOWS

388 1 each -
PALLET OF 40" ROUND PET
PILLOWS

389 1 each -
PALLET OF 40" ROUND PET
PILLOWS

390 1 each -
PALLET OF 40" ROUND PET
PILLOWS

391 1 each -
PALLET OF 40" ROUND PET
PILLOWS

392 1 each -
LOT, 40" ROUND PET PILLOWS IN
ROW

393 1 each -
LOT, 40" ROUND PET PILLOWS IN
ROW

394 1 each -
LOT, 40" ROUND PET PILLOWS IN
ROW

395 1 each -
LOT, 40" ROUND PET PILLOWS IN
ROW

396 1 each -
LOT, 40" ROUND PET PILLOWS IN
ROW

397 1 each -
LOT, 40" ROUND PET PILLOWS IN
ROW

398 1 each -
LOT, 40" ROUND PET PILLOWS IN
ROW

399 1 each -
LOT, 40" ROUND PET PILLOWS IN
ROW

400 1 each -
LOT, 40" ROUND PET PILLOWS IN
ROW

401 1 each -
LOT, 40" ROUND PET PILLOWS IN
ROW

402 1 each -
LOT, 40" ROUND PET PILLOWS IN
ROW

403 1 each -
LOT, 40" ROUND PET PILLOWS IN
ROW

404 1 each -
LOT, 40" ROUND PET PILLOWS IN
ROW

405 1 each -
LOT, 40" ROUND PET PILLOWS IN
ROW

406 1 each -
LOT, 40" ROUND PET PILLOWS IN
ROW

407 1 each -
LOT, 40" ROUND PET PILLOWS IN
ROW

408 1 each -
LOT, 40" ROUND PET PILLOWS IN
ROW

409 1 each -
LOT, 40" ROUND PET PILLOWS IN
ROW

410 1 each -
LOT, 40" ROUND PET PILLOWS IN
ROW

411 1 each -
LOT, PARTS & SUPPLIES IN ROW

412 1 each -
LOT, PARTS & SUPPLIES IN ROW

413

414 1 each -
4'X8' STEEL FRAME PRODUCT CART

415 1 each -
4'X8' STEEL FRAME PRODUCT CART

416 1 each -
4'X8' STEEL FRAME PRODUCT CART

417 1 each -
4'X8' STEEL FRAME PRODUCT CART

418

419

420

421 1 each -
LOT, PARTS & SUPPLIES IN ROW

422 1 each -
LOT, PARTS & SUPPLIES IN ROW

423 1 each -
LOT, PARTS & SUPPLIES IN ROW

424 1 each -
LOT, PARTS & SUPPLIES IN ROW

425 1 each -
LOT, ECOLOGY BLOCKS

- 1001 1 each -
1997 EDGE SHEETS AV-4
 AUTO. PROGRAMMABLE INDUSTRIAL
 BANDSAW W/12'X12' TABLE, 12'
 PROGRAMMABLE POWER FENCE, 12'
 VARI-SPEED TRAVELING BANDSAW,
 7' MAX. THROAT OPENING, ALLEN
 BRADLEY DTAM PLUS PROGRAM
 CONTROLLER, ELECTRICS, 208V, 3 PH
 s/n 7062
-
- 1002 1 each -
 LOT, FIBER CONTROLS 60" FINE
 TOOTH FIBER OPENER W/8' CANVAS
 & WOOD SLAT VARI-SPEED APRON
 FEEDER, 7-1/2HP FIBER TRANSFER
 BLOWER W/DUCTWORK, ORMONT DUAL
 STATION, PILLOW FILLING
 MACHINE W/(2) 5HP BLOWERS &
 72 CU. FT. FEED HOPPER,
 ELECTRICS, FOOT CONTROLLERS,
 460V, 3 PHASE
-
- 1003 1 each -
 LOT, AUTOMATIC MATERIAL
 HANDLING (AMH) MODEL 1982, 60"
 FIBER OPENER W/8' CANVAS &
 WOOD SLAT VARI-SPEED APRON
 FEEDER, 7-1/2HP FIBER TRANSFER
 BLOWER W/DUCTWORK, W/HERGETH
 #55155 SECONDARY FIBER OPENER
 W/(2) PILLOW FILLING BLOWERS,
 FOOT CONTROLLERS, ELECTRICS,
 460V, 3 PHASE
-
- 1004 1 each -
 ORMONT TYPE RG, SIZE 54 HEAVY
 DUTY FOAM GRINDER W/40HP,
 460V, 3 PHASE MOTOR, ALLEN
 BRADLEY MAG STARTER
 s/n Y8171
-
- 1005 1 each -
1997 CHAMPION HR7-12
 7-1/2HP, 2 STAGE VERTICAL TANK
 MOUNTED AIR COMPRESSOR W/120
 GALLON TANK, 460V, 3 PHASE
 s/n R30-43181
-
- 1006 1 each -
 LOT, "SEWING MACHINES": (13)
 JUKI 3716, S THREAD, 2 NEEDLE
 SURGER SEWING MACHINES
 W/TABLES & MOTORS, SINGLE
 PHASE, (2) CONSEW 206RB-4,
 2 THREAD, SINGLE NEEDLE SEWING
 MACHINE W/TABLES & MOTORS,
 (9 SEWING MACHINE TABLES W/(7)
 MOTORS, (2) JUKI MO2SIGN
 SURGERS), (4) JUKI MO3716
 SURGERS W/NO MOTORS, NO TABLES
-
- 1007 1 each -
MITSUBISHI FGC15
 3,000 LB CAP. HARD TIRE
 FORKLIFT, 189" LIFT, 3 STAGE
 MAST, SIDE SHIFT, LPG FIRED,
 4 CYLINDER ENGINE, 10435 HRS
 s/n F81-51875
-
- 1008 1 each -
CATERPILLAR EP20T-30A
 3,600 LB CAP. HARD TIRE
 ELECTRIC FORKLIFT, 191" LIFT,
 3 STAGE MAST, SIDE SHIFT, 36V
 SYSTEM, BATTERY CHARGER
 s/n EMM01255
-
- 1009 1 each -
 LOT, (2) CROWN 30SP36JL
 3,000 LB CAP. STAND UP
 ELECTRIC ORDER PICKERS W/192"
 LIFT, (1) BATTERY CHARGER
 (NEED BATTERIES)
 s/n W36106 & W25306
-
- 1010 1 each -
CLARK ESM20
 4,000 LB CAP. STAND UP
 ELECTRIC FORKLIFT, 188" LIFT, 4'
 FORKS(NO CHARGER-NEEDS BATTERIES
 s/n ESM24500627820FM
-
- 1011 1 each -
 LOT, ASSORTED SHELVING AT
 PLANT SITE: (21) UPRIGHTS -
 20'HIGH X44" DEEP, (7)UPRIGHTS
 16" HIGH X 44" DEEP,(2)
 UPRIGHTS - 12'HIGHX44"DEEP,
 ABOVE W/170'-8' CROSS MEMBERS
 RATED 3560/PR UNIFORM LOAD/
 PLUS: (11) UPRIGHTS - 20'HIGHX
 36"DEEP W/(48) 8' CROSS
 MEMBERS/PLUS: (26) UPRIGHTS -
 16'HIGHX36"DEEP W/(126) 8'
 CROSS MEMBERS (TOTAL 424 LIN.
 FT. OF SHELVING)/PLUS: 80'
 LIN. FT @ 7'HIGHX4"DEEP SHELV.
-
- 1012 1 each -
 LOT, "MISC. EQUIPMENT IN
 PLANT": (3) DOCK PLATES, (2)
 STRAPPING CARTS W/MANUAL
 BANDERS, (1) PALLET JACK, (2)
 HAND TRUCKS, (2) FAIRBANKS
 150LB SCALES W/DIGITAL READ-
 OUTS, (2) 10' PORTABLE STAIR-
 WAYS, (1) 5' PORTABLE STAIRWAY
 (12) 3'X4'X3' PLASTIC TOTE
 CARTS, (4) 5'X7' STEEL FRAME
 CARTS, 6' FLAMMABLE LIQUID
 STORAGE CABINET (NOTE: ALL
 ITEMS NOT IN PHOTO)
-

- 1019 1 each -
 LOT, (366) PCS DOUBLE SIDED
 SHERPA (FAUX LAMBS WOOL) &
 (1294 PCS) SINGLE SIDED SHERPA
 "PET KENNEL RUGS" W/ASSORTED
 CLOTH BACKING IN THESE SIZES:
 DOUBLE SIDED SHERPA, (35 PCS)
 16"X32", (59 PCS)
 16"X26", (59 PCS) 18"X30",
 (55 PCS) 20"X24", (54 PCS)
 20"X33", (27 PCS) 23"X30",
 (31 PCS) 24"X36", (19 PCS)
 24"X39", (26 PCS) 28"X42",
 (1 PC) 30"X48" PLUS SINGLE
 SIDED SHERPA, (63 PCS)
 23"X30", (144 PCS) 24"X36",
 (342 PCS) 28"X42", (29 PCS)
 24"X36", (156 PCS) 20"X24",
 (12 PCS) 30"X48", (13 PCS)
 20"X33", (95 PCS) 18"X30",
 (60 PCS) 20"X42", (40 PCS)
 24"X39", (18 PCS) 16"X26",
 (24 PCS) 20"X33", (149 PCS)
 16"X22"
-
- 1020 1 each -
 LOT, 44,926 PCS ASSORTED OVAL
 PET BED COVERS W/SHERPA
 (FAUX LAMBS WOOL) ON 1 SIDE,
 ASSORTED FABRICS ON OTHER
 SIDE, IN FOLLOWING SIZES:
 JUMBO (7456 PCS), EXTRA
 LARGE (6773 PCS), LARGE
 (10,671 PCS) MEDIUM, (8070
 PCS), SMALL (9337 PCS) 15"
 ROUNDS (2619 PCS)
-
- 1021 1 each -
 LOT, 2178 PCS PET THROWS
 W/SHERPA (FAUX SHEEPS WOOL)
 ON 1 SIDE, ASSORTED FABRICS ON
 1 SIDE (2178 PCS) 45"X60"
-
- 1022 1 each -
 LOT, 9144 PCS CRATE CUSHIONS
 W/SHERPA (FAUX SHEEPS WOOL)
 ALL AROUND W/WATER PROOF
 BACKING ON BOTTOM IN FOLLOWING
 SIZES: (1753 PCS) 18"X24",
 (1884 PCS) 21"X30", (1914 PCS)
 24"X36", (736 PCS) 28"X42", (1169 PCS)
 30"X48", (1688 PCS) 19"X22"
-
- 1024 1 each -
 LOT, 3220 PCS FINISHED
 PRODUCTS: FIBER FILLED PET
 PILLOWS IN ASSORTED FABRICS IN
 THE FOLLOWING SIZES PACKED &
 READY TO SHIP: (760 PCS)
 40"X40" SQUARE, (1320 PCS)
 40" ROUND, (960 PCS) 36"X45",
 (180 PCS) 36"X45"
-
- 1025 1 each -
 LOT, ASSORTED SIZE CARDBOARD
 BOXES IN PLANT (WILL FILL
 AREA APPROX. 8'X8'X30')
-
- 1026 1 each -
SABER 109-3
 SIZE 66 AUTOMATIC CLOTH
 SPREADER W/CUTTER ATTACHMENT
 s/n 1258
-
- 1027 1 each -
 LOT, ASSORTED WORK IN
 PROGRESS: CUT CLOTH COVERING
 THE FOLLOWING AREA: 48'X36"
 SHELVING, (2) TIERS, 64'X36"
 SHELVING 5 TIERS, APPROX. 400
 SQ. FT. OF BOXES IN SEWING
 ROOM 3' HIGH W/LIMITED
 QUANTITY THREADS & ZIPPERS
-
- 1028 1 each -
 LOT, OFFICE EQUIPMENT/LUNCH
 ROOM EQUIPMENT IN PLANT: (2)
 PACKARD BELL, (1) DELL PENTIUM
 3 COMPUTERS, QUICK LASER 2001
 DIGITAL COLOR PRINTER, COMPAQ
 IJ 200 PRINTER, HP DESKJET
 932C PRINTER, KONICA 1112
 SINGLE COPY COPIER, (1) 60"
 WOOD DESK & (1) 60" METAL
 DESK W/RETURNS, (2) 60" METAL
 DESKS, (1) 4-DRAWER LEGAL
 FILE, (1) 4-DRAWER LETTER
 FILE, (1) 2-DRAWER LEGAL FILE
 CABINET, (4) BOOKCASES, (5)
 ARM CHAIRS, (11) POSTURE
 CHAIRS, (6)8' +(1)6' FOLDING
 TABLES, 15-COMPARTMENT
 EMPLOYEE LOCKERS, (3) 3'X3'
 METAL CUBBY HOLE BINS, (6)
 STACKING CHROME FRAME CHAIRS,
 (4) MICROWAVE OVENS, (1)
 REFER, MISC. OFFICE SUPPLIES &
 HARDWARE
-
- 1032 1 each -
 LOT, CONTENTS OF (9) 40' TO
 45' SEMI VAN TRAILERS W/THE
 FOLLOWING UN-INVENTORIED
 CONTENTS: ASSORTED PLASTIC
 BAGS, DISMANTLED CUTTING
 TABLE, CARDBOARD, UNKNOWN
 QUANTITY OF PET PILLOWS, CUT
 CLOTH, PET STUFFED TOYS, PET
 BEDDING COVERS, NAP MATS, ETC.
-

DECLARATION

Martin P. Donoghue, Vice President of J. Baxter Brinkmann International Corporation ("JBBIC"), being warned that willful false statements and the like are punishable by fine or imprisonment, or both, under 18 U.S.C. § 1001, and that such willful false statements and the like may jeopardize the validity of the registration, declares that:

JBBIC has acquired ownership of Reg. No. 2,075,479 for the mark CASCADE QUILT. On information and belief, the registration was assigned to Apogee Enterprises, Inc. on November 20, 2000 and recorded on January 5, 2001. On information and belief, Apogee's intellectual property, including the above-identified registration, was used as collateral for a bank loan. On information and belief, the bank loan was defaulted on, and the bank foreclosed on the property. JBBIC successfully bid on the property at an auction held by the bank and acquired the property, including the above-identified registration. Copies of the Invoice and Order reflecting the acquisition and documentation concerning the auction ("Title Documents") are attached hereto.

All statements made of his own knowledge are true; and all statements made on information and belief are believed to be true.

Dated: June 12, 2003



Martin P. Donoghue

Vice President
J. BAXTER BRINKMANN
INTERNATIONAL CORPORATION