1-9-04

Form PTO-1594
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01-12-2004

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

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

1. Name of conveying party(ies):

Bank of America, N.A., as Administrative Agent

- [ ] Individual(s)
- [x] Association
- [ ] General Partnership
- [ ] Limited Partnership
- [ ] Corporation-State
- [ ] Other

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

2. Name and address of receiving party(ies)

Name: Black Diamond Commercial Finance, L.L.C.

Internal Address:

Street Address: 100 Field Drive

City: Lake Forest State: IL Zip: 60045

- [ ] Individual(s) citizenship
- [ ] Association
- [ ] General Partnership
- [ ] Limited Partnership
- [ ] Corporation-State
- [x] Other Limited Liability Company- DE

If assignee is not domiciled in the United States, a domestic representative designation is attached: [ ] Yes [x] No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? [ ] Yes [x] No

3. Nature of conveyance:

- [x] Assignment
- [ ] Merger
- [ ] Security Agreement
- [ ] Change of Name
- [x] Other Reel: 2525/ Frame: 0069

Execution Date: 12-30-03

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)
See Attached Exhibit B

B. Trademark Registration No.(s)
See Attached Exhibit B

Additional number(s) attached [ ] Yes [x] No

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

Name: Kristin Brozovic

Internal Address:

Street Address: Latham & Watkins LLP
233 S. Wacker Drive, Suite 5800

City: Chicago State: IL Zip: 60606

6. Total number of applications and registrations involved: 18

7. Total fee (37 CFR 3.41).....$ 465.00

- [x] Enclosed
- [ ] Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Kristin Brozovic
Name of Person Signing

Kristin Brozovic
Signature

1/2/04
Date

Total number of pages including cover sheet, attachments, and document: 3

01/12/2004 LMUELLER 00000125 2291024
01 FC:8521 40.00 OP
02 FC:8522 425.00 OP
03 FC:8523 120.00 OP

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

EXHIBIT B
TO
GRANT OF TRADEMARK SECURITY INTEREST

Registered Owner	United States Trademark Description	Registration Number/Application Number	Registration Date
American Safety Razor Company	ACCO	2291024	11/9/1999
American Safety Razor Company	ACTI-FLEXX	2246683	5/18/1999
American Safety Razor Company	AMERICAN LINE	2405807	11/21/2000
American Safety Razor Company	BLUE THUNDER	2372914	8/1/2000
American Safety Razor Company	BLUE THUNDER	75/804045	9/21/1999
American Safety Razor Company	COMFORT TOUCH	2488786	9/11/2001
American Safety Razor Company	DERMASEAL	2478260	8/14/2001
American Safety Razor Company	DOUBLE FLEX	75/893080	1/10/2000
American Safety Razor Company	EL PERFILADOR	76/294919	8/3/2001
American Safety Razor Company	MBC	2281196	9/28/1999
American Safety Razor Company	MICRO MATRIX	2444811	4/17/2001
American Safety Razor Company	PREMIER	2338913	4/4/2000

Registered Owner	United States Trademark Description	Registration Number/Application Number	Registration Date
American Safety Razor Company	PREMIER COMFORT	2291434	11/9/1999
American Safety Razor Company	RUBBER GRIP HANDLE FOR GREATER CONTROLign	76/366389	2/4/2002
American Safety Razor Company	TRI-FLEX	75/759194	7/1/1999
American Safety Razor Company	TRI-FLEXXX	2347524	5/2/2000
American Safety Razor Company	TRI-FLEXXX	75/751623	7/16/1999
American Safety Razor Company	TRIFLEXIN	75/722957	6/7/1999

INTELLECTUAL PROPERTY ASSIGNMENT

Dated: December 30, 2003

WHEREAS, American Safety Razor Company (the "Grantor") owns all rights, title and interest to the patents listed on Exhibit A ("Patents") and the trademarks listed on Exhibit B ("Trademarks) attached hereto;

WHEREAS, pursuant to that Intellectual Property Security Agreement Supplement, dated May 30, 2002 (as amended, the "Security Agreement"), among Grantor and Bank of America, N.A., as administrative agent for the financial institutions (the "Lenders") from time to time party to that certain Credit Agreement dated as of April 23, 1999 (as amended) among the Grantor, RSA Holdings Corp. of Delaware ("Holdings"), the Lenders, Banc of America Strategic Solutions, Inc. (the "Swing Line Bank") and Bank of America, N.A. (in its capacity as administrative agent for the Lenders, the "Assignor"), the Grantor has granted the Assignor a security interest in the Patents and the Trademarks; and

WHEREAS, pursuant to that certain Omnibus Amendment Agreement dated as of December 30, 2003, by and among Holdings, the Grantor, the Assignor, the Swing Line Bank and Black Diamond Commercial Finance, L.L.C. (the "Assignee"), the Assignor has agreed to assign and transfer to the Assignee all of its rights, interest and privileges to the Patents and the Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignor hereby sells, assigns and transfers to the Assignee all of the Assignor's right, title and interest granted to Assignor under the Security Agreement in and to the Patents and the Trademarks, together with the goodwill associated therewith, including, without limitation, all rights to sue at law or in equity for any past, present or future infringement thereof, and to receive all proceeds and damages therefrom, to be held and enjoyed by the Assignee, its successors and assigns, as fully as the same would have been held and enjoyed by the Assignor had this assignment and sale not been made.

[Signature Page Follows]

IN WITNESS WHEREOF, the Assignor has caused this Intellectual Property Assignment to be executed and delivered as of the date first above written.

BANK OF AMERICA, N.A., as Assignor

By: Eileen C. Higgins
Name: Eileen C. Higgins
Title: Principal

BLACK DIAMOND COMMERCIAL FINANCE, L.L.C., as Assignee

By: _____
Name: _____
Title: _____

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