

08-19-2003



Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

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

Tab settings

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

1. Name of conveying party(ies):

General Electric Capital Corp. 8-14-03

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

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

2. Name and address of receiving party(ies)

Name: Southern Tool Company, Inc. Internal Address: dba Western Slope Industries

Street Address: 2524 Foresight Circle Grand Junction CO. City: State: Zip: 81505

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Louisiana 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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other TRANSFER STATEMENT

Execution Date: AUGUST 11, 2003

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See Exhibit A attached

Additional number(s) attached Yes No

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

Name: EDWIN L. HARTZ

Internal Address:

Street Address: 2537 FALLS VIEW CIR.

GRAND JUNCTION City: State: CO. Zip: 81505

6. Total number of applications and registrations involved:

9

7. Total fee (37 CFR 3.41) \$ 240.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

(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.

EDWIN L. HARTZ Name of Person Signing

Edwin L. Hartz Signature

08-14-2003 Date

Total number of pages including cover sheet, attachments, and document: 5

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

08/18/2003 6TDN11 00000152 2025606

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TRADEMARK REEL: 002803 FRAME: 0760

OFFICE OF PATENT RECORDS 2003 AUG 14 AM 10:43 FINANCE DIVISION

Exhibit A

Trademarks and Registrations assigned by General Electric Capital Corporation, Secured Party, to Southern Tool Company, Inc. dba Western Slope Industries, Assignee.

Mark	Goods or Services	Registration No.
International	Folding paper box machine	2025606
International IPBMCo. and design	Machinery for making containers from sheet material such as paper	681782
Multifold-International and MI and design	Folding paper box machinery	1047519
International in a rectangular box	Folding box gluing machinery and machinery to form paper and cardboard containers	361867
MI and design	Folding paper box machinery	1015650
Royal 33	Folding paper box machinery	1212161
Uni-Feeder	Paper packaging machinery	1229292
Uni-Packer	Paper box packing and filling machinery	1229295
KL-C	Paper box folding machines	1813396

GENERAL ELECTRIC CAPITAL CORPORATION
a Delaware Corporation

TRANSFER STATEMENT

August 1, 2003

THIS TRANSFER STATEMENT ("Transfer Statement") is presented pursuant to the provisions of Section 9-619 of the Uniform Commercial Code, effective in New York ("UCC"). As required by the UCC, upon receipt of this Transfer Statement, the United States Patent and Trademark Office shall (i) accept the Transfer Statement, and (ii) promptly amend its records to reflect the transfer described herein.

1. Default; Secured Obligations. International Paper Box Machine Company, Inc. ("Debtor"), and General Electric Capital Corporation ("Secured Party") have previously entered into that certain [Loan and Security Agreement] dated as of March 31, 1998 (as amended, modified and supplemented from time to time, the "Loan Agreement"). Debtor has failed to comply with several covenants of the Loan Agreement as required by the terms thereof, and is in default thereunder. To secure the obligations of Debtor to Secured Party evidenced by the Loan Agreement, Debtor granted to Secured Party a perfected security interest in, among other things, the registered intellectual property identified on **Exhibit A** attached hereto and incorporated herein (collectively, the "Intellectual Property").

2. Exercise of Post-Default Remedies. Secured Party has foreclosed upon the Intellectual Property by selling the Intellectual Property to Southern Tool Company, Inc. a Louisiana Corporation dba Western Slope Industries, Inc, ("Transferee") at a private foreclosure sale pursuant to Section 9-610 of the UCC, on the terms and conditions set forth in that certain Secured Party General Conveyance and Bill of Sale by and between Secured Party and Transferee dated as of April 17, 2003 (the "Sale Agreement").

3. Transferee's Rights in Collateral. As a result of Secured Party's foreclosure upon the Intellectual Property, and pursuant to the terms of the Secured Party General Conveyance and Bill of Sale, Transferee has acquired all right, title and interest of Debtor in the Intellectual Property.

4. Names; Mailing Addresses. The name and mailing address of Secured Party and Transferee are as follows:

Secured Party: General Electric Capital Corporation

83 Wooster Heights Road

Danbury, Connecticut, 06810

Attention: Robert A. Miller

Transferee: Southern Tool Company, Inc.

dba Western Slope Industries

2524 Foresight Circle

Grand Junction, Colorado 81505

Attention: Merritt Kinsey

Please be advised that nothing contained herein shall act as a waiver of any of Secured Party's rights under the Loan Agreement and/or any documents, instruments or agreements executed in connection therewith or applicable law, all of which are expressly reserved.

August 11, 2003

**GENERAL ELECTRIC CAPITAL CORPORATION
[SECURED PARTY]**

By: 

Its: Duty Authorized Signer

Robert A. Miller

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