

12-08-2003



102589988

To the Honorable Commissioner of Pa

iginal documents or copy thereof.

12-5-03

1. Name of conveying party(ies): General Cable Technologies Corporation
Individual(s) Association
General Partnership Limited Partnership
[X] Corporation-State Delaware
Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Merrill Lynch Capital, a division of Internal Merrill Lynch Business Financial Services
Address: as Collateral Agent
Street Address: 222 N. LaSalle Street
City: Chicago State: IL Zip: 60601
Individual(s) citizenship
Association
General Partnership
Limited Partnership
[X] Corporation-State Delaware
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
[X] Security Agreement Change of Name
Other
Execution Date: November 24, 2003

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
See attached schedule 1
Additional number(s) attached Yes No

B. Trademark Registration No.(s)
See attached schedule 1

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Elizabeth J. Burns
Internal Address: LATHAM & WATKINS
Sears Tower, Suite 5800
233 South Wacker Drive
Street Address:
6T0N11 00000039 0170147
City: Chicago State: IL Zip: 60606

6. Total number of applications and registrations involved: 159
7. Total fee (37 CFR 3.41): \$ 5,050.00
[X] Enclosed
Authorized to be charged to deposit account

8. Deposit account number:

9. Signature.
Elizabeth J. Burns
Name of Person Signing
Signature
12/02/03
Date
Total number of pages including cover sheet, attachments, and document: 22

12/08/2003 6T0N11 00000039 0170147
01 FC:8521
02 FC:8522
03 FC:8523

Refund Ref: 12/08/2003 6T0N11 0000132689

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

CHECK Refund Total: \$940.00

SCHEDULE I TO TRADEMARK SECURITY AGREEMENT
General Cable Technologies Corporation - U.S. Trademark Registrations

U.S. Mark	Registration Date	Registration No
ANACONDA (Stylized)	10-Jul-23	0,170,147
ANACONDA (Stylized)	02-Oct-23	0,173,938
ANACONDA FROM MINE TO CONSUMER and Design	03-Oct-23	0,175,024
ANACONDA FROM MINE TO CONSUMER and Design	11-Dec-23	0,176,956
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THE POWER OF ONE	17-Mar-98	2,144,068

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GENTITE	14-Jul-98	2,173,437
PLUG-IT	29-Sep-98	2,192,121
PLUG-IT and Design	27-Oct-98	2,199,631
CAROL COMMAND SERIES	23-Mar-99	2,235,287
DREAMLAN	25-May-99	2,248,017
CONTRACTOR TOUGH	08-Jun-99	2,251,428
PRO FLEX	06-Jul-99	2,258,755
TURBOLAN	21-Sep-99	2,279,063
GENTITE-NM	14-Dec-99	2,300,489
CAROLFLEX	15-Feb-00	2,318,110
GEN-MATE (Stylized)	21-Mar-00	2,333,368
COMMAND LINX (Stylized)	25-Apr-00	2,345,430
GEN-MATE	09-May-00	2,348,716
PREP	09-May-00	2,348,737
GENTITE-EF	13-Jun-00	2,358,076
POWER-WING	04-Jul-00	2,364,399
SLIM CLAMP	01-Aug-00	2,373,603
COMMAND LINX	08-Aug-00	2,375,541
GENTITE-ULR	22-Aug-00	2,379,749
MOISTUREGUARD	12-Sep-00	2,386,432
COMMAND LINX PLUS CATEGORY 5	12-Sep-00	2,386,450
COMMAND LINX CATEGORY 3	12-Sep-00	2,386,478
COMMAND LINX CATEGORY 5	12-Sep-00	2,386,747
COOL CORD	19-Sep-00	2,387,562
COMMAND LINX PLUS CATEGORY 5	17-Oct-00	2,396,454
NO OVERLOAD	31-Oct-00	2,398,850
THE NEW POWER OF ONE	14-Nov-00	2,403,786
Design (Trad)	14-Aug-01	2,477,198
EHTC	02-Oct-01	2,494,468
T-2	11-Oct-01	1,177,006

NVN	16-Oct-01	2,498,414
PVIC	16-Oct-01	2,498,415
LOCAP	03-Dec-01	1,666,529
CHTC	15-Jan-02	2,529,403
CVTC	22-Jan-02	2,531,610
ANACONDA BRAND	11-Jun-02	2,577,558
SPACEWIRE	7-Jul-02	2,595,251
BICC BRAND	16-Jul-02	2,595,552
BICC BRAND and Design	16-Jul-02	2,595,567
VNTC	17-Sep-02	2,619,672
ANACONDA BRAND and Design	24-Sep-02	2,623,172
GENERAL CABLE and Design (New Roleaux)	22-Oct-02	2,639,325
Miscellaneous Design	26-Nov-02	2,654,145
Miscellaneous Design	17-Dec-02	2,664,740
GENERAL CABLE and Design	24-Dec-02	2,665,091
GENERAL CABLE and Design (New Roleaux)	7-Jan-03	2,671,731
ULTRAPOWR	18-Feb-03	2,689,100
BI-FILL	25-Feb-03	2,691,431
CAROL BRAND (Stylized)	25-Feb-03	2,691,449
POWRNET	4-Mar-03	2,693,827
POWRSERV (Stylized)	25-Mar-03	2,701,069
GENERAL CABLE and Design (New Roleaux)	15-Apr-03	2,706,461
TRU-MARK	6-May-03	2,712,946
GENSPEED	10-Jun-03	2,725,557
POLYRAD XT	17-Jun-03	2,727,807
Miscellaneous Design	8-Jul-03	2,735,482
THE POWER OF ONE and Design	12-Aug-03	2,751,457
POWRSERVE	16-Sep-03	2,764,776
EMPOWR	30-Sep-03	2,769,607
GENWRAP	21-Oct-03	2,775,761

SCHEDULE I TO TRADEMARK SECURITY AGREEMENT
General Cable Technologies Corporation - U.S. Trademark Applications

U.S. Mark	Date Filed	Application No.
HOMELINK	17-Feb-00	(75/923,430)
ENERGYGUARD	04-Apr-00	(76/017,628)
TRI-FILL	14-Aug-00	(76/108,847)
POWRMAX	16-Aug-00	(76/110,566)
POWRMAX (Stylized)	29-Dec-00	(76/187,676)
EMPOWR (Stylized)	29-Dec-00	(76/187,800)
POWRNET (Stylized)	29-Dec-00	(76/187,854)
EMPOWR STRIP	09-Jan-01	(76/191,575)
TRANSPOWR (Stylized)	09-Jan-01	(76/191,776)
TRANSPOWR	09-Jan-01	(76/191,777)
THE SPEED OF LIFE	12-Jun-01	(76/270,126)
POWRPAK (Stylized)	11-Dec-01	(76/347,587)
POWRPAK	11-Dec-01	(76/347,598)
Design (New Roleaux)	12-Dec-01	(76/348,686)
NEXTGEN FIBER OPTICS	22-Apr-02	(78/123,318)
NEXTGEN FIBER OPTICS LLC & Design	6-May-02	(78/126,416)
NEXTGEN & Design	6-May-02	(78/126,415)
X & Design	6-May-02	(78/126,417)
CAROL BRAND	26-Jul-02	(78/147,752)
MOR	12-Sep-02	(78/163,344)
DELIVERING THE SPARK	9-Oct-02	(78/172,406)
DELIVERING THE SPARK THAT MOVES THE WORLD	9-Oct-02	(78/172,405)
GENERAL CABLE IGNITION WIRE DELIVERING THE	9-Oct-02	(78/172,403)
MISCELLANEOUS DESIGN	9-Oct-02	(78/172,401)
GENERAL CABLE IGNITION WIRE & DESIGN	9-Oct-02	(78/172,395)

NEXTGEN CABLE SYSTEMS	11-Nov-02	(78/184,083)
NEXTGEN CABLE SYSTEMS	11-Nov-02	(78/184,081)
NEXTGEN CABLE SYSTEMS	11-Nov-02	(78/184,078)
HOMELINX (Stylized)	13-Feb-03	(78/145,519)
MISCELLANEOUS DESIGN	3-Apr-03	(78/233,710)
GENERAL CABLE IGNITION WIRE DELIVERING THE :	3-Apr-03	(78/233,711)
DELIVERING THE SPARK THAT MOVES THE WORLD :	3-Apr-03	(78/233,702)
GENERAL CABLE IGNITION WIRE & DESIGN	3-Apr-03	(78/233,713)
BUILDING A BETTER IGNITION WIRE FROM THE INS	3-Apr-03	(78/233,709)
GENERAL CABLE CARIBBEAN	24-Sep-03	(78/304,597)
GENERAL CABLE CARIBBEAN	24-Sep-03	(78/304,732)
GENERAL CABLE CARIBBEAN	24-Sep-03	(78/304,739)
GENERAL CABLE DEL CARIBE	24-Sep-03	(78/304,601)
GENERAL CABLE DEL CARIBE	24-Sep-03	(78/304,742)
MISCELLANEOUS DESIGN	9-Oct-03	(78/311,562)
PLUG-IT DESIGN	22-Oct-03	(78/316,848)
PLUG-IT DESIGN	22-Oct-03	(78/316,848)

SCHEDULE I TO TRADEMARK SECURITY AGREEMENT
General Cable Technologies Corporation - Domain Names

DOMAIN NAME

generalcable.com
biccgeneral.com
nextgenfiberoptics.com
nextgenfiber.com
blolite.net
marshalltech.com
tella.generalcable.com
generalcable.co.au
generalcable.es
biccgeneral.no
generalcable-pt.com
biccgeneral-eu.com
generalcable-uk.com

TRADEMARK SECURITY AGREEMENT

TRADEMARK SECURITY AGREEMENT, dated as of November 24, 2003, by General Cable Technologies Corporation, a Delaware corporation ("Grantor"), in favor of Merrill Lynch Capital, a division of Merrill Lynch Business Financial Services, Inc., in its capacity as Collateral Agent for the Secured Parties. All capitalized terms used but not otherwise defined herein have the meanings given to them in the Security Agreement (as defined below).

WITNESSETH:

WHEREAS, pursuant to that certain Credit Agreement dated as of the date hereof (including all annexes, exhibits or schedules thereto, and as from time to time amended, restated, supplemented, or otherwise modified, the "Credit Agreement") by and among General Cable Industries, Inc., a Delaware corporation (the "Borrower"), the Persons named therein as Guarantors, the Persons signatory thereto from time to time as Lenders, UBS Securities LLC, as a Joint Lead Arranger, Merrill Lynch Capital, a division of Merrill Lynch Business Financial Services, Inc., as a Joint Lead Arranger, Syndication Agent and Collateral Agent (the "Collateral Agent"), UBS Loan Finance LLC, as Swingline Lender, and UBS, AG, Stamford Branch, as Issuing Bank, Documentation Agent and Administrative Agent (the "Administrative Agent"), Lenders have agreed to make the Loans and the Issuing Bank has agreed to issue Letters of Credit for the benefit of Borrower and guaranteed by Grantor;

WHEREAS, the Administrative Agent, the Collateral Agent and Lenders are willing to make the Loans and the Issuing Bank is willing to issue Letters of Credit as provided for in the Credit Agreement, but only upon the condition, among others, that Grantor shall have executed and delivered to Collateral Agent, for the benefit of the Secured Parties, that certain Security Agreement dated as of the date herewith (including all annexes, exhibits or schedules thereto, as from time to time amended, restated, supplemented or otherwise modified, the "Security Agreement");

WHEREAS, pursuant to the Security Agreement, Grantor authorized the Collateral Agent to file filings with the United States Patent and Trademark Office or United States Copyright Office (or any successor office) or other documents for the purpose of perfecting, confirming, continuing, enforcing or protecting the security interest granted by Grantor thereunder, without the signature of Grantor, naming Grantor, as debtor, and the Collateral Agent, as secured party;

NOW, THEREFORE, in consideration of the premises and mutual covenants herein contained and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor hereby agrees as follows:

1. GRANT OF SECURITY INTEREST IN TRADEMARK COLLATERAL.

Grantor hereby grants to Collateral Agent, on behalf of the Secured Parties, a continuing first priority security interest in all of Grantor's right, title and interest in, to and under the following, whether presently existing or hereafter created or acquired (collectively, the "Trademark

Collateral”), except to the extent such a security interest is prohibited without the consent of third party or would otherwise result in loss by any Loan Party of any material rights therein:

(a) all of its Trademarks to which it is a party including those referred to on Schedule I hereto;

(b) all reissues, continuations or extensions of the foregoing;

(c) all goodwill of the business connected with the use of, and symbolized by, each Trademark; and

(d) all products and proceeds of the foregoing, including, without limitation, any claim by Grantor against third parties for past, present or future (i) infringement or dilution of any Trademark or (ii) injury to the goodwill associated with any Trademark.

2. SECURITY AGREEMENT. The security interests granted pursuant to this Trademark Security Agreement are granted in conjunction with the security interests granted to Collateral Agent, on behalf of the Secured Parties, pursuant to the Security Agreement. Grantor hereby acknowledges and affirms that the rights and remedies of Collateral Agent with respect to the security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

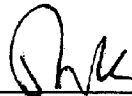
[signature page follows]

**SCHEDULE I
TO
TRADEMARK SECURITY AGREEMENT
TRADEMARK REGISTRATIONS**

SEE ATTACHED

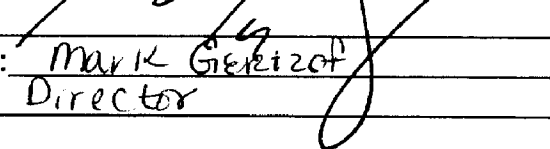
IN WITNESS WHEREOF, Grantor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

GENERAL CABLE TECHNOLOGIES
CORPORATION

By: 
Name: Robert J. Siverd
Title: Executive Vice President

ACCEPTED AND ACKNOWLEDGED BY:

MERRILL LYNCH CAPITAL, a division
of Merrill Lynch Business Financial
Services, Inc., as Collateral Agent

By: 
Name: Mark Gierizof
Title: Director

[Signature Page to Trademark Security Agreement]

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TRADEMARK
REEL: 002816 FRAME: 0043

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PLUG-IT and Design	27-Oct-98	2,199,631
CAROL COMMAND SERIES	23-Mar-99	2,235,287
DREAMLAN	25-May-99	2,248,017
CONTRACTOR TOUGH	08-Jun-99	2,251,428
PRO FLEX	06-Jul-99	2,258,755
TURBOLAN	21-Sep-99	2,279,063
GENTITE-NM	14-Dec-99	2,300,489
CAROLFLEX	15-Feb-00	2,318,110
GEN-MATE (Stylized)	21-Mar-00	2,333,368
COMMAND LINX (Stylized)	25-Apr-00	2,345,430
GEN-MATE	09-May-00	2,348,716
FREP	09-May-00	2,348,737
GENTITE-EF	13-Jun-00	2,358,076
POWER-WING	04-Jul-00	2,364,399
SLIM CLAMP	01-Aug-00	2,373,603
COMMAND LINX	08-Aug-00	2,375,541
GENTITE-JLR	22-Aug-00	2,379,749
MOISTUREGUARD	12-Sep-00	2,386,432
COMMAND LINX PLUS CATEGORY 5	12-Sep-00	2,386,450
COMMAND LINX CATEGORY 3	12-Sep-00	2,386,478
COMMAND LINX CATEGORY 5	12-Sep-00	2,386,747
COMMAND LINX CATEGORY 5	12-Sep-00	2,387,562
COOL CORD	17-Oct-00	2,396,454
COMMAND LINX PLUS CATEGORY 5	31-Oct-00	2,398,850
NO OVERLOAD	14-Nov-00	2,403,786
THE NEW POWER OF ONE	14-Aug-01	2,477,198
Design (Triad)	02-Oct-01	2,494,468
EHTC	11-Oct-01	1,177,006
T-2		

NVN	16-Oct-01	2,498,414
PVIC	16-Oct-01	2,498,415
LOCAP	03-Dec-01	1,666,529
CHTC	15-Jan-02	2,529,403
CVTC	22-Jan-02	2,531,610
ANACONDA BRAND	11-Jun-02	2,577,558
SPACEWIRE	7-Jul-02	2,595,251
BICC BRAND	16-Jul-02	2,595,552
BICC BRAND and Design	16-Jul-02	2,595,567
VNTC	17-Sep-02	2,619,672
ANACONDA BRAND and Design	24-Sep-02	2,623,172
GENERAL CABLE and Design (New Roleaux)	22-Oct-02	2,639,325
Miscellaneous Design	26-Nov-02	2,654,145
Miscellaneous Design	17-Dec-02	2,664,740
GENERAL CABLE and Design	24-Dec-02	2,665,091
GENERAL CABLE and Design (New Roleaux)	7-Jan-03	2,671,731
ULTRAPWR	18-Feb-03	2,689,100
BI-FILL	25-Feb-03	2,691,431
CAROL BRAND (Sylized)	25-Feb-03	2,691,449
POWRNET	4-Mar-03	2,693,827
POWRSERV (Sylized)	25-Mar-03	2,701,069
GENERAL CABLE and Design (New Roleaux)	15-Apr-03	2,706,461
TRU-MARK	6-May-03	2,712,946
GENSPEED	10-Jun-03	2,725,557
POLYRAD XT	17-Jun-03	2,727,807
Miscellaneous Design	8-Jul-03	2,735,482
THE POWER OF ONE and Design	12-Aug-03	2,751,457
POWRSERVE	16-Sep-03	2,764,776
EMPOWER	30-Sep-03	2,769,607
GENWRAP	21-Oct-03	2,775,761

SCHEDULE I TO TRADEMARK SECURITY AGREEMENT
General Cable Technologies Corporation - U.S. Trademark Applications

U.S. Mark	Date Filed	Application No.
HOMELINK	17-Feb-00	(75/923,430)
ENERGYGUARD	04-Apr-00	(76/017,628)
TRI-FILL	14-Aug-00	(76/108,847)
POWRMAX	16-Aug-00	(76/110,566)
POWRMAX (Stylized)	29-Dec-00	(76/187,676)
EMPOWER (Stylized)	29-Dec-00	(76/187,800)
POWRNET (Stylized)	29-Dec-00	(76/187,854)
EMPOWER STRIP	09-Jan-01	(76/191,575)
TRANSPWR (Stylized)	09-Jan-01	(76/191,776)
TRANSPWR	09-Jan-01	(76/191,777)
THE SPEED OF LIFE	12-Jun-01	(76/270,126)
POWRPAK (Stylized)	11-Dec-01	(76/347,587)
POWRPAK	11-Dec-01	(76/347,598)
Design (New Roleaux)	12-Dec-01	(76/348,686)
NEXTGEN FIBER OPTICS	22-Apr-02	(78/123,318)
NEXTGEN FIBER OPTICS LLC & Design	6-May-02	(78/126,416)
NEXTGEN & Design	6-May-02	(78/126,415)
X & Design	6-May-02	(78/126,417)
CAROL BRAND	26-Jul-02	(78/147,752)
MOR	12-Sep-02	(78/163,344)
DELIVERING THE SPARK	9-Oct-02	(78/172,406)
DELIVERING THE SPARK THAT MOVES THE WORLD	9-Oct-02	(78/172,405)
GENERAL CABLE IGNITION WIRE DELIVERING THE :	9-Oct-02	(78/172,403)
MISCELLANEOUS DESIGN	9-Oct-02	(78/172,401)
GENERAL CABLE IGNITION WIRE & DESIGN	9-Oct-02	(78/172,395)

NEXTGEN CABLE SYSTEMS	11-Nov-02	(78/184,083)
NEXTGEN CABLE SYSTEMS	11-Nov-02	(78/184,081)
NEXTGEN CABLE SYSTEMS	11-Nov-02	(78/184,078)
HOMELINX (Stylized)	13-Feb-03	(78/145,519)
MISCELLANEOUS DESIGN	3-Apr-03	(78/233,710)
GENERAL CABLE IGNITION WIRE DELIVERING THE :	3-Apr-03	(78/233,711)
DELIVERING THE SPARK THAT MOVES THE WORLD	3-Apr-03	(78/233,702)
GENERAL CABLE IGNITION WIRE & DESIGN	3-Apr-03	(78/233,713)
BUILDING A BETTER IGNITION WIRE FROM THE INS	3-Apr-03	(78/233,709)
GENERAL CABLE CARIBBEAN	24-Sep-03	(78/304,597)
GENERAL CABLE CARIBBEAN	24-Sep-03	(78/304,732)
GENERAL CABLE CARIBBEAN	24-Sep-03	(78/304,601)
GENERAL CABLE DEL CARIBE	24-Sep-03	(78/304,742)
GENERAL CABLE DEL CARIBE	24-Sep-03	(78/304,747)
MISCELLANEOUS DESIGN	9-Oct-03	(78/311,562)
PLUG-IT DESIGN	22-Oct-03	(78/316,848)
PLUG-IT DESIGN	22-Oct-03	(78/316,848)

SCHEDULE I TO TRADEMARK SECURITY AGREEMENT
General Cable Technologies Corporation - Domain Names

DOMAIN NAME
generalcable.com
bicgeneral.com
nextgenfiberoptics.com
nextgenfiber.com
blolite.net
marshalltech.com
tella.generalcable.com
generalcable.co.au
generalcable.es
bicgeneral.no
generalcable-pt.com
bicgeneral-eu.com
generalcable-uk.com