

10-20-03

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

RECORDED



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

TF

102578413

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):
Hy Cite Corporation
333 Holtzman Road
Madison, WI 53713

Individual Association
 General Partnership Limited Partnership
 Corporation-State (Wisconsin)
 Other

2. Name and address of receiving party(ies)
Name: **U.S. Bank National Association, as Agent**
Internal _____
Address: **800 Nicollet Mall, EP-MN-HO4B**
Street Address: _____
City: **Minneapolis** State: **MN** Zip: **55402**

Individual(s) citizenship
 Association **National Bank**
 General Partnership
 Limited Partnership
 Corporation
 Other

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

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

Execution Date: **October 10, 2003**

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
NONE

B. Trademark Registration No.(s)
SEE NOTICE ATTACHED HERETO

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning this document should be mailed:
Name: **Julie A. Drewes, Esq.**
Internal Address: **Briggs and Morgan, P.A.**
Street Address: **2200 IDS Center, 80 South 8th Street**
City: **Minneapolis** State: **MN** Zip: **55402**

6. Total number of applications and registrations involved: **5**

7. Total fee (37 CFR 3.41)\$ **200.00**
 Enclosed
 Authorized to be charged to deposit account (for deficiency only)

8. Deposit account number:
02-3732

(Attach duplicate copy of this page if paying by deposit account)

10/20/2003 LNUELLER 00000158 75108424

01 FC:8521
02 FC:8522

40.00 DP
100.00 DP

DO NOT USE THIS SPACE

9. Statement and signature.
Briggs and Morgan, P.A.
By: **Julie A. Drewes, Esq.**
Name of Person Signing

Julie Drewes
Signature

October 10, 2003
Date

Refund Ref: 10/20/2003 LNUELLER 0000131619

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

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

CHECK Refund Total: **\$60.00**

TRADEMARKS

Owner = HY CITE CORPORATION				
U.S. Trademarks				
Mark	Serial No.	Registration No.	Date Registered	Goods/Services
INFINITY	75/108,424	2,098,986	September 23, 1997	water filtering units for producing potable water for domestic use
LUMINA	75/108,423	2,098,985	September 23, 1997	water filtering units for producing portable water for domestic use
REDI-TEMP	74/708,540	2,005,865	October 8, 1996 (Affidavit October 23, 2002)	cookware lids having a whistle which sounds when the cookware reaches the proper temperature
WELLNESS CONNECTION	73/775,889	1,600,432 (renewed)	June 12, 1990 (Renewed on October 10, 2000)	pre-recorded audio and video tapes and pamphlets sold as a unit dealing with nutrition and fitness
ROYAL PRESTIGE	73/396,615	1,292,937	September 4, 1984 (Affidavit February 2, 1990)	china and porcelain dinnerware and glass beverage ware

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office
Ladies and Gentlemen:

Please be advised that pursuant to the Amended and Restated Loan and Security Agreement dated as of October 10, 2003 (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement") by and among HY CITE CORPORATION, a Wisconsin corporation (the "Debtor"), ROYAL CHARM, LTD., a Wisconsin corporation in favor of U.S. BANK NATIONAL ASSOCIATION, a national banking association, as Agent for the lenders from time to time party thereto (in such capacity, the "Agent"), the Debtor has granted a continuing security interest in and continuing lien upon, among other things, the trademarks and trademark applications shown below to the Agent:

TRADEMARKS

Owner = HY CITE CORPORATION				
U.S. Trademarks				
Mark	Serial No.	Registration No.	Date Registered	Goods/Services
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TRADEMARK APPLICATIONS

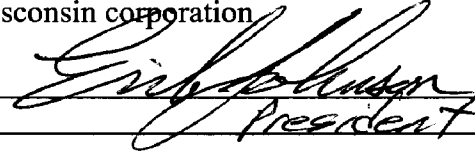
None.

The Debtor and the Agent hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Security Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

HY CITE CORPORATION
a Wisconsin corporation

By
Its



President

Acknowledged and accepted:

U.S. BANK NATIONAL ASSOCIATION,
a national banking association, as Agent

By _____
Its _____

TRADEMARK APPLICATIONS

None.

The Debtor and the Agent hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Security Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

HY CITE CORPORATION
a Wisconsin corporation

By _____
Its _____

Acknowledged and accepted:

U.S. BANK NATIONAL ASSOCIATION,
a national banking association, as Agent

By *Robert W. [Signature]*
Its *Sr. Vice President*