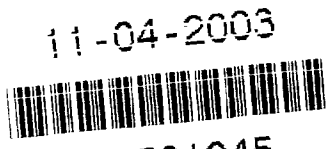


**RECORDATION
TRADE**



To the Director of the U.S. Patent and Trademark Office

...ent or copy thereof.

1. Name of conveying party(ies):

10-31-03
Cold Jet, LLC
Cold Jet Alpheus LLC
 Individual (s) Association (banking)
 General Partnership Limited Partnership
 Corporation - State of Ohio
 Other _____

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: October 1, 2003

4. Application number(s) or trademark number(s)

A. Trademark Application No.(s)

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

Name: Mezzanine Opportunities LLC

Street Address: 191 W. Nationwide Blvd, Suite 600
City Columbus State OH Zip 43215

Individual (s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation - State of _____
 Other Ohio Limited Liability Company

If assignee is not domiciled in the United States, a domestic representative designation is attached:
 Yes No

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

B. Trademark Registration No.(s)

(See Attached Schedule)

Additional numbers attached? Yes No

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

Name: Charma Murphy, Legal Assistant
Internal Address: Porter, Wright, Morris & Arthur
Street Address: 41 S. High Street, 28th Floor
City: Columbus State: OH ZIP: 43215

6. Total number of applications and trademarks involved: 3

7. Total fee (37 CFR 3.41): \$ 90.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 16-2326
(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 documents.

Karen K. Hammond
Name of Person Signing

Signature

OFFICE OF SPECIAL RECORDS
2003 OCT 21 PM 4:52
FINANCE SECTION
10/28/03

Total number of pages comprising cover sheet: 5

Do not detach this portion

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

**Mail Stop Assignment Recordation Services
Director of the U.S. Patent and Trademark Office
P.O. Box 1450
Alexandria, VA 22313-1450**

11/03/2003 ECGD/PER 00000000 73704100

01 FC:0521
02 FC:0522

40.00
20.00

COLUMBUS/1098650v.01

SCHEDULE

4.

<i>Mark</i>	<i>Serial No.</i>	<i>Filing Date</i>	<i>Reg. No.</i>	<i>Reg. Date</i>
COLD JET	73/754,155	09/26/1988	1,567,977	11/28/1989
THE FORCE OF NATURE (stylized)	73/818,224	08/10/1989	1,585,326	03/06/1990
COLD JET and Design	73/818,223	08/10/1989	1,589,735	04/03/1990

TRADEMARK SECURITY AGREEMENT

WHEREAS, **Cold Jet, LLC** (“Cold Jet”), a corporation formed under the laws of Ohio, located at 455 Wards Corner Road, Loveland, Ohio 45140, and **Cold Jet Alpheus LLC** (“Alpheus”), a limited liability company formed under the laws of Ohio, located at 455 Wards Corner Road, Loveland, Ohio 45140 (Cold Jet and Alpheus hereinafter individually and collectively referred to as “Assignor”) have adopted, used and are using the marks shown in the attached Schedule A (the “Marks”), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Assignor is obligated to **Mezzanine Opportunities LLC** (“Mezzanine”) in connection with a certain Note Purchase Agreement, dated the date hereof, and Assignor is obligated to Mezzanine pursuant to a certain Trademark Collateral Security Agreement, dated the date hereof, made by Assignor in favor of Mezzanine (as each may be amended, modified, restated or supplemented from time to time, collectively, the “Agreements”); and

WHEREAS, pursuant to the Agreements, Assignor is granting to Mezzanine a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

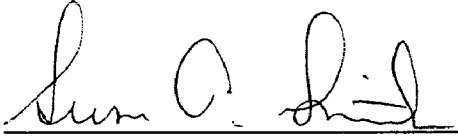
NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor, subject to (a) the first priority security interest granted to Fifth Third Bank, an Ohio Banking Corporation (the “Senior Lender”), pursuant to a certain Senior Loan Agreement dated as of even date herewith by, between and among Assignor and the Senior Lender, and (b) that certain Standby and Subordination Agreement dated as of even date herewith among, by and between the Senior Lender, Assignor and Mezzanine, does hereby collaterally assign unto Mezzanine and grant to Mezzanine a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

Assignor expressly acknowledges and affirms that the rights and remedies of Mezzanine with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

[Signatures and acknowledgements to follow on next page]

Dated: Loveland, Ohio
October 1, 2003

Witness:

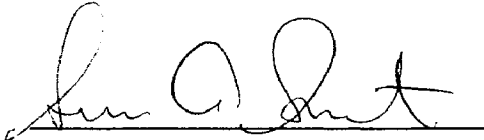


COLD JET, LLC

By:

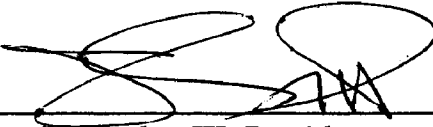

Gene L. Cooke, III, President

Witness:



COLD JET ALPHEUS LLC

By:

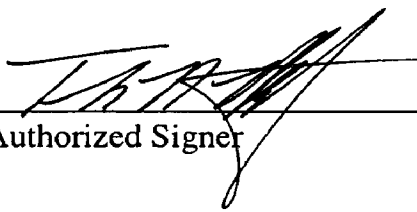

Gene L. Cooke, III, President

Witness:



MEZZANINE OPPORTUNITIES LLC

By:


Authorized Signer

STATE OF OHIO)
 : ss.:
COUNTY OF HAMILTON)

On this 1st day of October, 2003, before me personally came Gene L. Cooke, III, to me known, who, being by me duly sworn, did depose and say that he is the President of Cold Jet, LLC, the company described in and which executed the foregoing instrument; and that he signed his name thereto by order of the board of directors of said company.

[Signature]
Notary Public



JASON B. SIMS
Attorney at Law
Notary Public, State of Ohio
My Commission Has No Expiration
Date: Section 147.03 O.R.C

STATE OF OHIO)
 : ss.:
COUNTY OF HAMILTON)

On On this 1st day of October, 2003, before me personally came Gene L. Cooke, III, to me known, who, being by me duly sworn, did depose and say that he is the President of Cold Jet Alpheus LLC, the company described in and which executed the foregoing instrument; and that he signed his name thereto by order of the board of directors of said company.

[Signature]
Notary Public



JASON B. SIMS
Attorney at Law
Notary Public, State of Ohio
My Commission Has No Expiration
Date: Section 147.03 O.R.C

STATE OF OHIO)
 : ss.:
COUNTY OF HAMILTON)

On this 1st day of October, 2003, before me personally came Tom Utgard, to me known, who, being by me duly sworn, did depose and say that he is an authorized signer of Mezzanine Opportunities LLC, the company described in and which executed the foregoing instrument; and that he was authorized to sign his name thereto on behalf of said company.

[Signature]
Notary Public



JASON B. SIMS
Attorney at Law
Notary Public, State of Ohio
My Commission Has No Expiration
Date: Section 147.03 O.R.C

TRADEMARK SECURITY AGREEMENT

EXHIBIT A

COLD JET, LLC

<u>LIVE Trademarks:</u>	<u>Country</u>	<u>Serial No.</u>	<u>File Date</u>	<u>Registration No.</u>	<u>Registration Date</u>
COLD JET	France	301473	31-Jul-91	1,728,616	31-Jul-91
COLD JET	Germany	C42298/7Wz	31-Jul-91	2051112	02-Dec-93
COLD JET	Italy	RM91C00280	01-Aug-91	613520	13-Sep-94
COLD JET	Mexico	318721	19-Dec-97	635156	19-Dec-97
COLD JET & Design	Mexico	318720	19-Dec-97	635155	19-Dec-97
THE FORCE OF NATURE (Stylized)	Mexico	318719	19-Dec-97	635154	19-Dec-97
COLD JET	Taiwan			597189	30-Apr-93
COLD JET	Taiwan			597123	30-Apr-93
COLD JET	US	73/754,155	26-Sep-88	1,567,977	28-Nov-89
COLD JET & Design	US	73/818,223	10-Aug-89	1,589,735	03-Apr-90
THE FORCE OF NATURE (Stylized)	US	73/818,224	10-Aug-89	1,585,326	06-Mar-90

COLD JET ALPHEUS LLC

NONE

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