# Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE: **NEW ASSIGNMENT** 

NATURE OF CONVEYANCE: Security Agreement and Power of Attorney

#### **CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
The Glass Group, Inc		08/04/2004	CORPORATION: DELAWARE

#### **RECEIVING PARTY DATA**

Name:	The CIT Group/Business Credit, Inc.	
Street Address:	1211 Avenue of the Americas	
City:	New York	
State/Country:	NEW YORK	
Postal Code:	10036	
Entity Type:	CORPORATION: NEW YORK	

#### PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	2835624	WE ARE GLASS PEOPLE
Registration Number:	2797641	GGI
Serial Number:	78291213	GGI
Serial Number:	78453803	DECORASPRAY

#### **CORRESPONDENCE DATA**

Fax Number: (215)564-8120

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 215 564-8013

Email: kgibson@stradley.com Correspondent Name: Kevin M. Masucci, Esquire Address Line 1: 2600 One Commerce Square

Address Line 2: Stradley Ronon Stevens & Young, LLP Philadelphia,, PENNSYLVANIA 19103 Address Line 4:

NAME OF SUBMITTER: Kyle D. Gibson

**Total Attachments: 5** 

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# Security Agreement

#### Trademarks

WHEREAS, THE GLASS GROUP, INC., a Delaware corporation (herein referred to as "Glass"), has adopted, used and is using the trademarks and service marks listed in Schedule 1-A attached hereto and made a part hereof, which trademarks and service marks are registered or pending registration in the United States Patent and Trademark Office, and has adopted, used and is using the common law trademarks, service marks and trade names listed in Schedule 1-B attached hereto and made a part hereof (collectively, the "Trademarks");

WHEREAS, Glass is obligated to THE CIT GROUP/BUSINESS CREDIT, INC., a New York corporation (herein referred to as "Lender"), and has entered into a Trademark and Patent Security Agreement dated the date hereof (the "Agreement") in favor of Lender; and

WHEREAS, pursuant to the Agreement, Glass has granted to Lender a security interest in, and mortgage on, all right, title and interest to Glass in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof, all as more fully described in the Agreement (the "Collateral"), to secure the payment, performance and observance of the Obligations, as defined in the Agreement;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Glass does hereby further grant to Lender a security interest in, and mortgage on, the Collateral to secure the prompt payment, performance and observance of the Obligations.

Glass does hereby further acknowledge and affirm that the rights and remedies of Lender with respect to the assignment of, security interest in and mortgage on the Collateral made and granted hereby are more fully set forth in the Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

Lender's address is 1211 Avenue of the Americas, New York, New York 10036.

IN WITNESS WHEREOF, Glass has caused this Agreement to be duly executed by its duly authorized officer as of the 4th day of August, 2004.

THE GLASS GROUP, INC.

Name: Kenneth C. Rock

Title: President and CEO

COMMONWEALTH OF PENNSYLVANIA	)
COLINEY OF BUILTA DEL BUILA	) ss:
COUNTY OF PHILADELPHIA	)
On this May of August 2004, be	fore me personally came Kenneth C. Rock, to me
known, who being duly sworn, did depose and say, th	at he is the President and CEO of THE GLASS
GROUP, INC., the corporation described in and which	h executed the foregoing instrument; and that he
signed his name thereto by order of the Board of Direction	ctors of said corporation.

Notary Public

NOTARIAL SEAL RITA CORCORAN, Notary Public City of Philadelphia, Phila. County My Commission Expires December 12, 2006

Doc. #812500v.1

# SCHEDULE 1-A

# U.S. Registered Trademarks

Item Registration #		Effective Date	Expiration Date
2,835,624		April 20, 2004	April 20, 2014
2,797,641		December 23, 2003	December 23, 2013
		U.S. Pending Applications	
<u>Mark</u>	Serial No.	App. Date	Comment
GGI	78/291,213	August 22, 2003	
DECORASPRAY	78/453,803	July 21, 2004	

TRADEMARK

REEL: 002911 FRAME: 0742

### SCHEDULE 1-B

## U.S. Common Law Trademarks/Service Marks

Trademark/Service Marks

Date of First Use

Comment

NONE

Common Law Trade Names

Trade Name

Date of First Use

Comment

Flat River Glass Company

1977

The Glass Group, Inc.

June 26, 2004

# **POWER OF ATTORNEY**

COMMONWEALTH OF PENNSYLVANIA COUNTY OF PHILADELPHIA	) ) ss.: )
corporation (hereinafter "Borrower") having an office 08332, hereby appoints and constitutes THE CIT GR	RESENTS, that THE GLASS GROUP, INC., a Delaware ce at having an office at 200 G Street, Millville, New Jersey ROUP/BUSINESS CREDIT, INC. ("Lender"), and each officer of substitution and with full power and authority to perform the
or other papers which Lender, in its sole discretion, of selling, or otherwise disposing of all of right, title, are or patents and all registrations, recordings, reissues, or patents.	Sany and all agreements, documents, instruments of assignment deems necessary or advisable for the purpose of assigning, and interest of Borrower in and to any trademarks, service marks continuations, continuations-in-part, extensions, and renewals and filing of, or accomplishing any other formality with respect
	fany and all documents, statements, certificates or other papers or advisable to, further the purposes described in subparagraph
	ursuant to a Trademark and Patent Security Agreement between curity Agreement") and may not be revoked until indefeasible such term is defined in the Security Agreement.
Dated as of August <u>4</u> , 2004	
	THE GLASS GROUP, INC.
	By: CPoch Name: Kenneth C. Rock Title: President and CEO
COMMONWEALTH OF PENNSYLVANIA	)
COUNTY OF PHILADELPHIA	) ss: )
being duly sworn, did depose and say, that he is the	refore me personally came Kenneth C. Rock, to me known, who President and CEO of THE GLASS GROUP, INC., the egoing instrument; and that he signed his name thereto by order Notary Public  NOTARIAL SEAL RITA CORCORAN, Notary Public City of Philadelphia, Phila. County My Commission Expires December 12, 2006

**RECORDED: 08/06/2004** 

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