

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	Memorandum of Security Interest in Trademarks
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Rapid Rack Industries, Inc.		08/06/2004	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA	
Name:	Canadian Imperial Bank of Commerce, as Agent
Street Address:	425 Lexington Avenue
City:	New York
State/Country:	NEW YORK
Postal Code:	10017
Entity Type:	Bank:

PROPERTY NUMBERS Total: 5		
Property Type	Number	Word Mark
Registration Number:	2422507	GORILLA RACK
Registration Number:	1662493	RAPID RACK
Registration Number:	1698407	RHINO RACK
Registration Number:	2281212	SILVER BACK
Registration Number:	2292426	SILVER FOX

CORRESPONDENCE DATA	
Fax Number:	(213)896-6600
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	213.896.6149
Email:	mgardner@sidley.com
Correspondent Name:	Melinda Gardner, Legal Assistant
Address Line 1:	555 West Fifth Street, 38th Floor
Address Line 2:	Sidley Austin Brown & Wood LLP
Address Line 4:	Los Angeles, CALIFORNIA 90013

ATTORNEY DOCKET NUMBER:	23850-10190
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NAME OF SUBMITTER:	Melinda Gardner
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CH \$140.00 2422507

Total Attachments: 3

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MEMORANDUM OF SECURITY INTEREST IN TRADEMARKS

United States Department of Commerce
Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Ladies and Gentlemen:

Pursuant to a Security Agreement, dated as of August 6, 2004 (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement"), RAPID RACK INDUSTRIES, INC., a California corporation (the "Assignor"), has granted to CANADIAN IMPERIAL BANK OF COMMERCE, as agent for certain lenders, as Assignee (the "Assignee") a continuing security interest in, and a continuing lien upon, the Trademarks (as such term is defined in the Security Agreement) including the trademarks listed on the annexed Exhibit A, and all applications, registrations, renewals and proceeds (including accounts receivable and royalties) thereof (the "Trademarks"), together with the goodwill of the business connected with the use of and symbolized by the Trademarks. The Assignee's security interest in the Trademarks can only be terminated in accordance with the terms of the Security Agreement.

Dated: August 6, 2004

Very truly yours,

RAPID RACK INDUSTRIES, INC.

By Ray Lawton
Name: RAYMOND C LAWTON
Title: PRESIDENT AND CEO

ACKNOWLEDGED BY:

CANADIAN IMPERIAL BANK OF COMMERCE,
as Assignee

By 

Name: Ronald E. Spitzer
Title: Authorized Signatory

TRADEMARKS

<u>Serial No. or Registration No.</u>	<u>Issue or File Date (Renewal Date, if Applicable)</u>	<u>Mark</u>
2,422,507	1/23/2001	Gorilla Rack
1,662,493	10/29/1991	Rapid Rack
1,698,407	6/30/1992	Rhino Rack
2,281,212	9/28/1999	Silver Back
2,292,426	11/16/1999	Silver Fox

TRADEMARK LICENSES

<u>Serial No. or Registration No.</u>	<u>Owner</u>	<u>Issue or File Date (Renewal Date, If Applicable)</u>	<u>Mark</u>
	None		

TRADEMARK APPLICATIONS

<u>Serial Number</u>	<u>Filing Date</u>	<u>Mark</u>
	None	