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To the Honorable Commissioner of Pat

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ched original documents or copy thereof.

1. Name of conveying party(ies):
Haier America Trading, L.L.C.
1356 Broadway
New York, NY 10018

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State:
 Other limited liability company

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

2. Name and address of receiving party(ies):
Name: Fleet Capital Corporation
Internal Address: _____
Street Address: 1633 Broadway
City: New York State: NY ZIP: 10019

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Rhode Island
 Other _____

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

Execution Date: February 11, 2004

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

4. Application Number(s) or registration number(s):
 A. Trademark Application.(s)
SEE ATTACHED SCHEDULE A

Additional numbers attached? Yes No

B. Trademark registration No.(s)
SEE ATTACHED SCHEDULE A

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

Name: _____
 Attn: Penelope J.A. Agodoa
 Federal Research Company, LLC
 1030 15th Street, NW, Suite 920
 Washington, DC 20005
 202.783.2700

Street Address: _____

 City: _____ State: _____ ZIP: _____

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

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

03/02/2004 LMUELLER 00000044 2325046
 01 FC:8521 40.00 OP

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 document

Francella H. Ashby
 Name of Person Signing

Francella H. Ashby
 Signature

February 18, 2004
 Date

Total number of pages including coversheet, attachments and document: 4

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

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated February 11, 2004, by and between Haier America Trading, L.L.C., and Fleet Capital Corporation, as Agent.

<u>REGISTRATION NO. OR APPLICATION NO.</u>	<u>REGISTRATION OR FILING DATE</u>	<u>MARK</u>
2325046	02/29/2000	Dispense-A-Can

TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, Haier America Trading, L.L.C., a limited liability company formed under the laws of the State of New York, located at 1356 Broadway, New York, New York 10018 ("Borrower"), has adopted, used and is 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, Borrower is obligated to Fleet Capital Corporation ("Fleet") and various other financial institutions (collectively, "Lenders") and Fleet as agent for Lenders ("Agent") pursuant to a certain Loan and Security Agreement, dated the date hereof, among Agent, Lenders and Borrower (as may be amended, modified, restated or supplemented from time to time, the "Agreement"); and

WHEREAS, pursuant to the Agreement, Borrower is granting to Agent for its benefit and for the ratable benefit of Lenders 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, Borrower does hereby assign unto Agent for its benefit and for the ratable benefit of Lenders and grant to Agent for its benefit and for the ratable benefit of Lenders 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 Agreement and in accordance with the terms and provisions thereof.

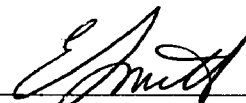
Borrower expressly acknowledges and affirms that the rights and remedies of Agent and Lenders with respect to the assignment and security interest granted hereby are more fully set forth in the Agreement.

Dated: New York, New York
February 11, 2004

Witness:

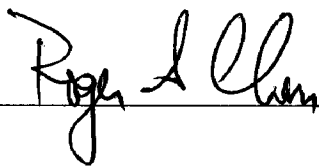
HAIER AMERICA TRADING, L.L.C.




By: 
Name: Edward A. Smith
Its: VP of Finance

Witness:

FLEET CAPITAL CORPORATION, as Agent



By: 
Name: Suzanne Cozine
Its: U.S. President

STATE OF NEW YORK)
 : ss.:
COUNTY OF NEW YORK)

On this 9 day of February, 2004, before me personally came EDWARD A SMITH, to me known, who, being by me duly sworn, did depose and say that s/he is the VP OF FINANCE of Haier America Trading, L.L.C., the limited liability company described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the [board of directors] of said limited liability company.

Cecilia Celli
Notary Public

CECILIA CELLI
Notary Public, State of New York
No. 03-3597860
Qualified in Putnam County
Commission Expires June 30, 2007

STATE OF NEW YORK)
 : ss.:
COUNTY OF NEW YORK)

On this 9 day of February, 2004, before me personally came SUZANNE COZINE to me known, who, being by me duly sworn, did depose and say that s/he is the VICE PRESIDENT of Fleet Capital Corporation, the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

Cecilia Celli
Notary Public

CECILIA CELLI
Notary Public, State of New York
No. 03-3597860
Qualified in Putnam County
Commission Expires June 30, 2007