

FORM PTO-1594 (Rev. 6-93) **RECORDATION FORM COVER SHEET** U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office  
**TRADEMARKS ONLY**  
 OMB No. 0651-0011 (exp. 4/94) Docket No. 8664  
 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):  
 Sopko Hein Acquisition, LLC

Individual(s)  Association  
 General Partnership  Limited Partnership  
 Limited Liability Company - Wisconsin  
 Other \_\_\_\_\_

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

2. Name and address of receiving party(ies)  
 Name: Associated Bank, National Association  
 Street Address: 401 E. Kilbourn Ave.  
 City: Milwaukee State: WI Zip: 53202  
 Other National Banking Association

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

Execution Date: August 30, 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 patent number(s):  
 A. Trademark Application No.(s)

B. Trademark Registration No.(s)  
 0379687 0681816

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Kent A. Lee, Esq.  
 Address: Reinhart Boerner Van Deuren s.c.  
1000 North Water Street, Suite 2100  
Milwaukee, WI 53202

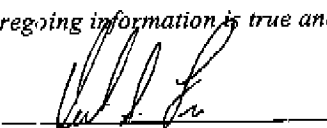
6. Total number of applications and registrations involved:.....2

7. Total fee (37 CFR 3.41) ..... \$65.00  
 Enclosed  
 Authorized to be charged to deposit account  
 Any Deficiencies in Enclosed Fee should be charged to our Deposit Account.

8. Deposit account number: 18-0882  
 (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 document.*

Kent A. Lee  September 23, 2004  
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: [3]

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

CH \$65.00 180882 0379687

## NOTICE OF SECURITY INTEREST IN TRADEMARKS

THIS NOTICE OF SECURITY INTEREST IN TRADEMARKS is by and between SOPKO HEIN ACQUISITION, LLC, a Wisconsin limited liability company (the "Company"), and ASSOCIATED BANK, NATIONAL ASSOCIATION (the "Secured Party").

The parties acknowledge the following:

A. The Company has executed that certain Security Agreement (the "Security Agreement"), dated as of the date hereof, in favor of the Secured Party.

B. The Company has adopted, used and is using the trademarks (the "Trademarks") listed on Exhibit A attached hereto, which Trademarks are registered with the filing office set forth opposite such Trademark.

C. The Company has granted to the Secured Party a security interest in the Trademarks and the goodwill of the Company's business connected with and symbolized by the Trademarks on the terms and conditions set forth in the Security Agreement.

D. Pursuant to the Security Agreement, the Company has granted to the Secured Party a security interest in and to all of the Trademarks, service marks, applications therefor and associated goodwill therein, now owned or from time to time after the date hereof owned or acquired by the Company, and in and to all proceeds and benefits thereof.

Dated as of August 30, 2004.

Address:

1007 South 12<sup>th</sup> Street  
Watertown, Wisconsin 53094

SOPKO HEIN ACQUISITION, LLC

BY   
Its President

Address:

401 East Kilbourn Avenue  
Milwaukee, Wisconsin 53202

ASSOCIATED BANK, NATIONAL ASSOCIATION

BY   
Gregory A. Larson, Senior Vice President

**EXHIBIT A****U.S. Trademark Registrations**

<u>Description</u>	<u>Mark/Registration No.</u>	<u>Registration Date</u>
Class 021; Class U.S.: Automatic thermoelectric gas pilot burner controls	BASO/(379687)	July 23, 1940
Class U.S.2: Automatic controls for regulating the supply of gas to gas burners	BASOTROL/(681816)	July 14, 1959

**Foreign Registrations**

<u>Description</u>	<u>Country</u>	<u>Mark/Registration No.</u>	<u>Registration Date</u>
Class 021: Electrical ignition for gas, and electrical switches	Mexico	BASO/(249132)	August 11, 1980
Class 021: Electrical ignition for gas, and electrical switches	Canada	BASO/(100199)	February 11, 1955
Class 011: Gas burners, including pilot gas valves and controls for gas burners, etc.	Australia	BASO/(A236803)	February 26, 1970
Class 009: Thermocouples, transformers, and electronic ignition and control systems for gas combustion, etc.	Australia	BASO/(A236802)	February 26, 1970
Class 011: Gas burners, including pilot gas valves and controls for gas burners, etc.	South Africa	BASO/(70/0255)	January 20, 1990
Class 009: Thermocouples, transformers, and electronic ignition and control systems for gas combustion, etc.	South Africa	BASO/(70/0254)	January 20, 1990
Automatic controls for regulating the supply of gas	Canada	BASOTROL (121299)	February 24, 1961