Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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):
Applica Consumer Products, Inc.,
formerly known as Windmere Corporation

☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☑ Corporation-State
☐ Other

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

2. Name and address of receiving party(ies)
Name: **Bank of America, N.A., as Agent**
Internal Address:
Street Address: **300 Galleria Parkway Suite 800**
City: **Atlanta** State: **GA** Zip: **30339**

☐ Individual(s) citizenship
☑ Association
☐ General Partnership
☐ Limited Partnership
☐ Corporation-State
☐ Other

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

3. Nature of conveyance:
☐ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☑ Other
Execution Date: **11/17/2004**

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) **Please see Schedule 1 attached**
B. Trademark Registration No.(s) **Please see Schedule 1 attached**
Additional number(s) attached ☑ Yes ☐ No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: **Marcus A. Young, Paralegal**
Internal Address: **Parker, Hudson, Rainer & Dobbs**
Street Address: **1500 Marquis Two Tower**
285 Peachtree Center Avenue, N.E.
City: **Atlanta** State: **GA** Zip: **30303**

6. Total number of applications and registrations involved: **42**

7. Total fee (37 CFR 3.41).....$ **1,065.00**
☐ Enclosed
☑ Authorized to be charged to deposit account

8. Deposit account number:
502831

DO NOT USE THIS SPACE

9. Signature.

Robert A. Crosby, Esq.
Name of Person Signing

Signature

December 8, 2004
Date

Total number of pages including cover sheet, attachments, and document: **7**

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

CH $1065.00 502831 1107874

SCHEDULE 1

TRADEMARKS

Description	Registration Number
ALLCURL TRIO	1107874
BANANA SPLIT	1459261
CLOTHES SHAVER	1548341
CLOTHES SHAVER COMBO	1575049
CLOTHES SHAVER JR.	1547426
CLOTHES SHAVER PLUS	1547428
CURLY TOP	1488330
DOUBLE DECKER	1459262
EASY STYLER	1228387
ELAN	1578677
EXCELLENCE	1377902
EXPRES (STYLIZED)	1383213
FIRST CLASS GOURMET	2362499
GOLDEN TOUCH	1488268
HOME BASICS	2151280
HOT SILVER	1500254
IMPERIAL	1318973
KITCHEN'S BEST	2294638
PERFECT PRO	1371015
PLAK TRAC	1554749
PRELUDE	1002328
PROTEMP	1338842
ROLLER-ROUND	2439267
SALON MASTER	2362255
SALON MASTER	1316650
SALON MATE	1548986
SALON MATE	1502884
SENSI FOIL	1513346
SETTING PRETTY	1089633
SIZZLE	1449374
SOPHISTICATE	1309878
STYLE DESIGNS	1390564
SUPERDUCK	1515288
TEMPTRONIC	1198559
THE CLOTHES SHAVER	1549204
ULTRA PRO	1332935
VIP PRO	1613628
WHISPER-JET	2398097
WINDMERE	2423894
WINDMERE	2416310
WINDMERE	2441389
WINDMERE SIGNATURE COLLECTION	1456247

TRADEMARKS APPLICATIONS

Description	Serial Number
NONE	

NOTICE

OF

GRANT OF SECURITY INTEREST

IN TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to that certain Security Agreement, dated as of December 28, 2001 (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement"), by and among the Credit Parties thereto (each a "Credit Party" and collectively, the "Credit Parties"), and **BANK OF AMERICA, N.A.**, as collateral and administrative agent ("Agent") for itself and the Lenders (as defined therein), the undersigned Credit Party has granted a continuing security interest in and continuing lien upon, the trademark registrations and trademark applications shown on Schedule 1 attached hereto to the Agent, for the ratable benefit of itself and the Lenders.

Applica Consumer Products, Inc. and Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademark registrations and trademark applications (i) may only be terminated in accordance with the terms of the

[Remainder of page intentionally left blank]

Security Agreement and (ii) is not to be construed as an assignment of any trademark registration or trademark application.

Very truly yours,

APPLICA CONSUMER PRODUCTS, INC.,
formerly known as Windmere Corporation

By: _____
Adam L. Kaplan, Treasurer

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Agent

By: _____
Name: David M Anderson
Title: SVP

384324.1

SCHEDULE 1

TRADEMARKS

Description	Registration Number
ALLCURL TRIO	1107874
BANANA SPLIT	1459261
CLOTHES SHAVER	1548341
CLOTHES SHAVER COMBO	1575049
CLOTHES SHAVER JR.	1547426
CLOTHES SHAVER PLUS	1547428
CURLY TOP	1488330
DOUBLE DECKER	1459262
EASY STYLER	1228387
ELAN	1578677
EXCELLENCE	1377902
EXPRES (STYLIZED)	1383213
FIRST CLASS GOURMET	2362499
GOLDEN TOUCH	1488268
HOME BASICS	2151280
HOT SILVER	1500254
IMPERIAL	1318973
KITCHEN'S BEST	2294638
PERFECT PRO	1371015
PLAK TRAC	1554749
PRELUDE	1002328
PROTEMP	1338842
ROLLER-ROUND	2439267
SALON MASTER	2362255
SALON MASTER	1316650
SALON MATE	1548986
SALON MATE	1502884
SENSI FOIL	1513346
SETTING PRETTY	1089633
SIZZLE	1449374
SOPHISTICATE	1309878
STYLE DESIGNS	1390564
SUPERDUCK	1515288
TEMPTRONIC	1198559
THE CLOTHES SHAVER	1549204
ULTRA PRO	1332935
VIP PRO	1613628
WHISPER-JET	2398097
WINDMERE	2423894
WINDMERE	2416310
WINDMERE	2441389
WINDMERE SIGNATURE COLLECTION	1456247

TRADEMARKS APPLICATIONS

Description	Serial Number
NONE	