

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Assignment of Rights and Release of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
LaSalle Bank National Association		12/31/2004	National Association:

RECEIVING PARTY DATA

Name:	American Capital Financial Services, Inc. as Agent
Street Address:	2 Bethesda Metro Center, 14th Floor
City:	Bethesda
State/Country:	MARYLAND
Postal Code:	20814
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	2060577	SMARTSHOT
Registration Number:	2115082	PHILLIPS & TEMRO
Registration Number:	2361419	EM
Registration Number:	2015341	VIBRA
Registration Number:	0670862	ZERO-START
Registration Number:	819039	ZERO START
Registration Number:	1218145	ZERO START
Registration Number:	2361707	EM PRODUCTS
Registration Number:	2392455	CAB POWER

CORRESPONDENCE DATA

Fax Number: (212)310-8007
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: stephen.mason@weil.com
 Correspondent Name: Stephen Mason c/o Weil, Gotshal & Manges
 Address Line 1: 767 5th Avenue

CH \$240.00 2060577

Address Line 4: New York, NEW YORK 10153

NAME OF SUBMITTER:

Stephen Mason

Signature:

/Stephen Mason/

Date:

01/10/2005

Total Attachments: 11

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**ASSIGNMENT OF RIGHTS AND RELEASE OF
SECURITY INTEREST IN TRADEMARKS**

RELEASE, dated December 31, 2004 granted by LaSalle Bank National Association ("LaSalle").

W I T N E S S E T H :

WHEREAS, LaSalle and Phillips & Temro Industries Inc. ("Phillips"), a North Dakota corporation, have entered into a Trademark License and Security Agreement, dated as of November 8, 2002 (the "Agreement"), pursuant to which Phillips granted to LaSalle a security interest and collateral assignment in all of the Patents and Trademarks (as such terms are defined in the Agreement);

WHEREAS, the Agreement was recorded with the United States Patent and Trademark Office on November 22, 2002, Reel/Frame Number 2627/0607, with respect to the United States trademarks listed on Schedule A attached hereto and forming a part hereof;

WHEREAS, LaSalle desires to release its lien on all of the Phillips trademarks in Schedule A that remain valid at this time;

NOW, THEREFORE, LaSalle hereby releases its entire right and interest in the trademarks listed on Schedule A attached hereto and forming a part hereof, and hereby assigns all of its rights in any such interest to Phillips.

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IN WITNESS WHEREOF, LaSalle has executed and delivered this Release as of the date first set forth above.

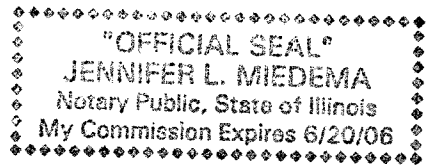
LASALLE BANK NATIONAL ASSOCIATION

By: *Patrick O'Toole*
Name: Patrick O'Toole
Title: Vice President

STATE OF Illinois)
COUNTY OF COOK)

On this 31st day of December, 2004 before me appeared Patrick O'Toole, personally known to me to be Vice President of LaSalle Bank National Association and executed the foregoing instrument on behalf of such corporation and acknowledged the same as the voluntary action and deed of said corporation.

Notary Public: *Jennifer L. Miedema*
My commission expires: 6/20/06



Schedule A

Trademarks



The Budd Company
Trademark Portfolio by Family
U.S. and Foreign -- Active Cases

HDP Case ID Client Ref. No.	Country	Classes	Appl. No. Filing Date	Reg. No. Reg. Date/Renewed	Renewal Due Affidavit Due	Status/Substatus
2872P-200262/US	United States	7	75/010121 10/13/1995	2060577 05/13/1997	5/13/2007 5/13/2003	Registered
<p>Mark: SMARTSHOT Goods: Starting fluid control system consisting of a fluid cylinder attached the engine, and related electrical switch, metal brackets, and hoses for adding starting fluid to internal combustion engines to aid in starting.</p> <p>Owner/Assignee: Phillips & Temro Industries Inc.</p>						
2872P-300262/CA	Canada		802007 01/18/1996	471479 02/24/1997	2/24/2012	Registered
<p>Mark: SMARTSHOT Goods: Starting fluid control systems comprising mechanisms for adding starting fluid to internal combustion engines to aid in starting.</p> <p>Owner/Assignee: Phillips & Temro Industries Inc. Agent: Fillmore & Riley</p>						
2872P-200263/US	United States	11; 7	75/010120 10/13/1995	2115082 11/25/1997	11/25/2007 11/25/2003	Registered
<p>Mark: PHILLIPS & TEMRO Goods: 7: Starting fluid injectors for injecting metered volumes of ether or the like into the intake manifold of an engine. 11: Cold weather starting devices for vehicles, namely, gas fired tank type engine block heaters; electric and propane tank type engine and fluid warming units; portable electric and propane heaters for engine oil, coolant and metal containers of liquid; electric diesel fuel warmers; electric starting aid kits comprising a battery warmer, oil pan heater, tank heater, electric coolant circulating pump, junction block with weatherproof slave receptacle and connecting cable; electric dip stick heaters, electric deadbolt heaters; electric frost plug heaters; electric external tank type heaters; electric oil pan heaters; electric diesel, engine block heater; electric battery warmers; electric radiator hose heaters; electric and propane circulation heaters for engine coolant; electric interior car warmers; electric and diesel fuel powered engine and cab heaters; and electric and propane bus and truck cab heaters.</p> <p>Owner/Assignee: Phillips & Temro Industries Inc.</p>						
2872P-200418/US	United States	7	75/546231 09/01/1998	2361419 06/27/2000	6/27/2010 6/27/2006	Registered
<p>Mark: 'EM Design' Goods: Mufflers and silencers for machine engines.</p> <p>Owner/Assignee: Phillips & Temro Industries Inc.</p>						



The Budd Company
Trademark Portfolio by Family
U.S. and Foreign -- Active Cases

HDP Case ID Client Ref. No. Country Classes Appl. No. Filing Date Reg. No. Reg. Date/Renewed Affidavit Due Status/Substatus

2872P-300263/CA Canada 801470 01/11/1996 490997 03/05/1998 3/5/2013 Registered

Mark: **PHILLIPS & TEMRO**
 Owner/Assignee: Phillips & Temro Industries Inc.
 Agent: Borden Ladner Gervais LLP - Ot

Goods: (1) Cold weather starting devices for vehicles, namely, manual cold weather starting fluid injection kits for engines; gas fired tank type engine and fluid warming units; portable electric and propane heaters for engine oil, coolant and metal containers of liquid; electric diesel fuel warmers; electric starting aid kits and comprising a battery warmer, oil pan heater, tank heater, electric coolant circulating pump, junction block with weatherproof slave receptacle, and connecting cable; starting fluid injectors, both electrical and manual, for injecting metered volumes of starting fluid or ether or the like into the intake manifold of an engine; electric dip stick heaters; electric headbolt heaters; electric frost plug heaters; electric external tank type heaters; electric oil pan heaters; electric diesel engine block heater; electric battery warmers; electric radiator hose heaters; electric and propane circulation heaters for engine coolant; electric interior car warmers; electric and diesel fuel powered engine cab heaters; and electric and propane bus and truck cab heaters.

2872P-300263/EM Community Trademark 11; 7; 9 417550 12/09/1996 417550 11/22/2000 12/9/2006 Registered

Mark: **PHILLIPS & TEMRO**
 Owner/Assignee: Phillips & Temro Industries Inc.
 Agent: Marks & Clerk (GB)

Goods: Class 7: Exhaust silencers for internal combustion engines; exhaust silencers for industrial gas and diesel engines; engine starters and standby units; gas engine driven electrical starters, combined AC/DC starter and standby generators; cold weather starting devices for vehicles; manual cold weather starting fluid injection kits for engines; starting fluid injectors; starting fluid injectors, both electrical and manual, for injecting metered volumes of ether or similar goods into the intake manifold of an engine. Class 9: Portable electrical booster units, portable battery boosting and charging units. Class 11: Heating accessories for vehicles; gas fired tank type engine block heaters; electrical and propane tank heater type engine warming units; portable electrical and propane heaters for engine oil, coolant and metal containers of liquid; diesel fuel warmers; propane gas fired engine heaters; electrical starting aid kits including a battery warmer, oil pan heater, tank heater, electrical coolant circulating pump, junction block with weatherproof slave receptacle, and connecting cable; electric dip stick heaters; electric headbolt heaters; electric frost plug heaters; electric external tank type heaters; electric interior car warmers; electric diesel engine block heater; electric battery warmers; electric radiator hose heaters; electric and propane bus and truck cab heaters.

2872P-300270/CA Canada 391296 12/06/1991 12/6/2006 Registered

Mark: **LITTLE BUDDY**
 Goods: Automotive interior warmers.
 Owner/Assignee: Phillips & Temro Industries Inc.



Harness, Dickey & Pierce

The Budd Company
Trademark Portfolio by Family
U.S. and Foreign -- Active Cases

HDP Case ID Client Ref. No.	Country	Classes	Appn. No. Filing Date	Reg. No. Reg. Date/Renewed	Renewal Due Affidavit Due	Status/Substatus
2872P-300263/NO	Norway	11; 7	967396 11/20/1996	201832 03/09/2000	3/9/2010	Registered
<p>Mark: PHILLIPS & TEMRO</p> <p>Owner/Assignee: Phillips & Temro Industries Inc. Agent: Tandbergs Patentkontor A - S</p> <p>Goods: Class 7: Exhaust silencers for internal combustion engines including exhaust silencers for industrial gas and diesel engines; and engine starters and standby units namely, portable electrical booster units, portable battery boosting and charging units, gas engine driven electrical starters, and combined AC/DC starter and standby generators. Class 11: Cold weather starting devices and heating accessories for vehicles namely, manual cold weather starting fluid injection kits for engines; starting fluid injectors; gas fired tank type engine block heaters; electrical and propane tank heater-type engine warming units; portable electrical and propane heaters for engine oil, coolant and metal containers of liquid; diesel fuel warmers; propane gas fired engine heaters; electrical starting aid kits including a battery warmer, oil pan heater, tank heater, electrical coolant circulating pump, junction block with weatherproof slave receptacle, and connecting cable; starting fluid injectors, both electrical and manual, for injecting metered volumes of ether or the like into the intake manifold of an engine; electric external tank type heaters; electric oil pan heaters; electric diesel engine block heater; electric battery warmers; electric radiator hose heaters; electric interior car warmers; diesel fuel powered engine and cab heaters; and bus and truck cab heaters.</p>						
2872P-200264/US	United States	9	75/010116 10/13/1995	2015341 11/12/1996	11/12/2006 11/12/2002	Registered
<p>Mark: VIBRA</p> <p>Owner/Assignee: Phillips & Temro Industries Inc.</p> <p>Goods: Portable electrical dump truck body vibrators for releasing debris from the dump truck body.</p>						
2872P-300264/CA	Canada		802008 01/18/1996	470278 01/30/1997	1/30/2012	Registered
<p>Mark: VIBRA</p> <p>Owner/Assignee: Phillips & Temro Industries Inc. Agent: Fillmore & Riley</p> <p>Goods: Portable electrical dump truck body vibrators for releasing debris from the dump truck body.</p>						
2872P-300265/CA	Canada		801471 01/11/1996	TM467889 12/19/1996	12/19/2011	Registered
<p>Mark: HEAT-MAGNET</p> <p>Owner/Assignee: Phillips & Temro Industries Inc. Agent: Borden Ladner Gervais LLP - Ot</p> <p>Goods: Portable electrical heater for engine oil, coolant and metal containers of liquid.</p>						



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HDP Case ID Client Ref. No.	Country	Classes	Appn. No. Filing Date	Reg. No. Reg. Date/Renewed	Renewal Due Affidavit Due	Status/Substatus
2872P-300272/CA 2872P-50239	Canada		337875 11/16/1970	TMA183987 06/23/1972 06/23/2002	6/23/2017	Registered
	Mark: TEMRO			Owner/Assignee: Phillips & Temro Industries Inc. Agent: Gowling, Lafleur & Henderson-O		
	Goods: (1) Engine heaters, propane engine heaters, interior car warmers, oil pan heaters, radiant engine heaters, hose engine heaters, (2) Car and truck frost and mist shields, (3) Car and truck battery blankets, (4) Car and truck robot liners, (5) Liquid adhesives, (6) Service station signals, in the form of fluid filled flexible hoses, which when compressed, signifies the attendant within the station, (7) Funnels and can spouts, (8) Car rear deck defoggers, (9) Commercial electric immersion heaters for liquids, tubular electrofornations, water heaters, baseboard heaters, unit heaters, wall insert heaters, industrial air heaters, portable heaters, construct ion heaters, cabinet convection heaters, floor insert heaters, portable water heaters, infrared heaters, radiant heaters.					
2872P-300272/EM	Community Trademark	11; 12; 7; 9	658567 10/20/1997	658567 02/03/2000	10/20/2007	Registered
	Mark: TEMRO			Owner/Assignee: Phillips & Temro Industries Inc. Agent: Marks & Clerk (GB)		
	Goods: Class 7: Exhaust silencers for internal combustion engines; exhaust silencers for industrial gas and diesel engines; engine starters and standby units; gas engine driven electrical starters, combined alternating and direct current starter and standby generators; manual cold weather starting fluid injection kits for engines; starting fluid injectors; starting fluid injectors, both electrical and manual, for injecting metered volumes of ether or similar goods into the intake manifold of an engine. Class 8: Portable electrical booster units, portable battery boosting and charging units. Class 11: Heating accessories for vehicles; gas fired tank type engine block heaters; electrical and propane tank heater type engine warming units; portable electrical and propane heaters for engine oil, coolant and metal containers of liquid; diesel fuel warmers; propane gas fired engine heaters; electrical starting aid kits including a battery warmer, oil pan heater, tank heater, electrical coolant circulating pump, junction block with weatherproof slave receptacle, and connecting cable; electric dip stick heaters; electric headlight heaters; electric external tank type heaters; electric external tank type heaters; electric diesel engine block heater; electric battery warmers; electric radiator hose heaters; electric interior car warmers; diesel fuel powered engine and cab heaters; bus and truck cab heaters. Class 12: Cold weather starting devices for vehicles.					
2872P-200273/US 2872P-50240	United States	11	72/043339 01/02/1958	0670862 12/09/1958 12/09/1998	12/9/2008	Registered
	Mark: ZERO-START			Owner/Assignee: Phillips & Temro Industries Inc.		
	Goods: Electric dip stick heaters, electric head-bolt heaters, electric frost plug heaters, and electric external tank type heaters, all for use on motor vehicles.					



The Budd Company
Trademark Portfolio by Family
U.S. and Foreign -- Active Cases

HDP Case ID	Country	Classes	Appl. No. Filing Date	Reg. No. Reg. Date/Renewed	Renewal Due Affidavit Due	Status/Substatus
Client Ref. No.						
2872P-200274US	United States	11; 9	209725 01/11/1965	819039 11/22/1966	11/22/2008	Registered
2872P-50241				11/22/1966 11/22/1988		
	Mark: ZERO START			Owner/Assignee: Phillips & Temro Industries Inc.		
	Goods: For electric stock tank heaters, electrical starting aid kits, starting fluid injectors, electric dip stick heaters, electric head-bolt heaters, electric frost plug heaters, electric external tank-type heaters, electric oil pan heaters, electric diesel engine block heaters, and electric battery warmers.					
2872P-200297US	United States		73/14553 02/22/1983	1321505 02/19/1985	2/19/2005	Registered
2872P-50272				Owner/Assignee: Phillips & Temro Industries Inc.		
	Mark: HEAT-MAGNET					
2872P-200368US	United States	11; 7	73/196353 12/11/1978	1238016 05/17/1983	5/17/2003	Registered
	Mark: ZERO START & Design			Owner/Assignee: Phillips & Temro Industries Inc.		
	Goods: 7: Manual Cold Weather Starting Fluid Injection Kits For Engines Comprising a Fuel Cylinder and Clamp Therefor; Valve, Tubing, Atomizer, Control Cable And Control Wire Stop and Screws; and Starting Fluid Injectors. 11: Electric Dip Stick Heaters; Electric Head Bolt Heaters, Electric Frost Plug Heaters; Electric External-Type Heaters; Electric Oil Pan Heaters; Electric Diesel Engine Block Heaters; Electric Battery Warmers; and Diesel Fuel Warmers; All For Use On Motor Vehicle es, And Electric Stock Tank Heaters.					
2872P-200369US	United States	9	73/159734 02/23/1978	1218145 11/30/1982	11/30/2002	Registered
	Mark: ZERO START & Design			Owner/Assignee: Phillips & Temro Industries Inc.		
	Goods: Electrical starting aid valves, and starting fluid injectionkits which include a fuel cylinder and clamp therefor, valve, tubing, atomizers, thermostats and electrical switch.					



The Budd Company
Trademark Portfolio by Family
U.S. and Foreign -- Active Cases

Harnett, Dickey & Pierce

HDP Case ID Client Ref. No.	Country	Classes	Appln. No. Filing Date	Reg. No. Reg. Date/Renewed	Renewal Due Affidavit Due	Status/Substatus
2872P-300422/MNS	Minnesota	9		6065 01/25/1989 01/25/1999	1/25/2009	Registered
Mark: ZERO-START Owner/Assignee: Phillips & Temro Industries Inc.						
2872P-300423/MNS	Minnesota	11		6066 01/25/1989 01/25/1999	1/25/2009	Registered
Mark: ZERO-START Owner/Assignee: Phillips & Temro Industries Inc.						
2872P-300424/MNS	Minnesota	11	Waiting 01/25/1979	6067 01/25/1989 01/25/1999	1/25/2009	Registered
Mark: ZERO-START Owner/Assignee: Phillips & Temro Industries Inc.						
2872P-300425/MNS	Minnesota	9		6068 01/25/1989 01/25/1999	1/25/2009	Registered
Mark: ZERO-START Owner/Assignee: Phillips & Temro Industries Inc.						
Goods: HDP did not prosecute original application but did prosecute app. for renewal.						
2872P-200430/US	United States	7	75/626647 01/19/1999	2361707 06/27/2000	6/27/2010 6/27/2006	Registered
Mark: EM PRODUCTS Goods: Mufflers and silencers for machine engines. Owner/Assignee: Phillips & Temro Industries Inc.						



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U.S. and Foreign – Active Cases

HDP Case ID Client Ref. No.	Country	Classes	Appl. No. Filing Date	Reg. No. Reg. Date/Renewed	Renewal Due Affidavit Due	Status/Substatus
2872P-300430/CA	Canada		1004530 02/09/1999	538539 12/11/2000	12/11/2015	Registered
Mark: EM PRODUCTS Goods: Mufflers and silencers for engines. Owner/Assignee: Phillips & Temro Industries Inc. Agent: Gowling, Lafleur & Henderson-O						
2872P-200434/US	United States Supplemental / B Register	9	75608868 09/23/1999	2392455 10/03/2000	10/3/2010 10/3/2008	Registered
Mark: CAB POWER Goods: Junction box distributing electricity to truck interiors. Owner/Assignee: Phillips & Temro Industries Inc.						
2872P-300434/CA	Canada		1051824 03/22/2000	TMA562263 05/22/2002	5/22/2017	Registered
Mark: CAB POWER Goods: Junction boxes for distributing electricity to truck interiors. Owner/Assignee: Phillips & Temro Industries Inc. Agent: Gowling, Lafleur & Henderson-O						
2872P-300434/EM	Community Trademark	2	1572007 03/23/2000	1572007 05/23/2001	3/23/2010	Registered
Mark: CAB POWER Goods: Electrical distribution equipment for use in vehicles; portable electrical booster units; portable battery boosting and charging unit electrical power supplies; batteries; parts and fittings for all the aforesaid goods Owner/Assignee: Phillips & Temro Industries Inc. Agent: Marks & Clerk (GB)						



The Budd Company
Trademark Portfolio by Family
U.S. and Foreign -- Active Cases

HDP Case ID Client Ref. No.	Country	Classes	Appln. No. Filing Date	Reg. No. Reg. Date/Renewed	Renewal Due Affidavit Due	Status/Substatus
2872P-300435/CA	Canada		508737 07/19/1983	294708 08/31/1984 08/31/1999	8/31/2014	Registered

Mark: **TEMRO & Design**

Owner/Assignee: Phillips & Tamro Industries Inc.
 Agent: Borden Ladner Gervais LLP - Ot

Goods: Interior car warmers, Engine heaters, oil pan heaters, hose engine heaters, vehicle frost and condensation shields, vehicle batter battery warmers, thermostatically controlled extension cords, load dividers for vehicle accessories, and diesel fuel warmers. Propane engine heaters, vehicle cab heaters, oil dipstick heaters, interior boat warmers, aircraft oil pan heaters, magnetically attached electric heaters, commercial electric immersion heaters for liquids, portable water heaters, stock tank heaters, furnals and can spouts.

Report Totals

Registered 35
 Total Cases 35

Canada:

Mark: ZERO START 0422767 234805 Registered
 03/23/1978 08/03/1979