

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Universal Trailer Holdings Corp.		04/01/2005	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Dymas Funding Company, LLC, as Collateral Agent
<b>Street Address:</b>	One N. Frankling Street
<b>Internal Address:</b>	Suite 3500
<b>City:</b>	Chicago
<b>State/Country:</b>	ILLINOIS
<b>Postal Code:</b>	60606
<b>Entity Type:</b>	Limited Liability Company: DELAWARE

**PROPERTY NUMBERS Total: 14**

Property Type	Number	Word Mark
Registration Number:	2830176	UNIVERSAL TRAILER CORPORATION
Registration Number:	2834494	UNIVERSAL TRAILER CORPORATION
Registration Number:	2821139	UNIVERSAL TRAILER
Registration Number:	2850912	UTAC
Registration Number:	2865044	UNIVERSAL TRAILER ACCEPTANCE CORPORATION
Registration Number:	2928986	UNIVERSAL TRAILER
Registration Number:	2927960	
Serial Number:	78381926	UNIVERSAL MOTORSPORTS
Serial Number:	78379263	EXISS
Serial Number:	78381912	UNIVERSAL MOTOR SPORTS
Serial Number:	78473161	LEAVE YOUR MARK
Serial Number:	78467856	MILEY
Serial Number:	78467882	MCQUERRY

CH \$365.00 2830176

Registration Number:

2929014

A UNIVERSAL TRAILER CORP.

**CORRESPONDENCE DATA**

Fax Number: (866)459-2899

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 202-783-2700

Email: pagodoa@federalresearch.com

Correspondent Name: CBC Companies dba Federal Research

Address Line 1: 1030 Fifteenth Street, NW, Suite 920

Address Line 2: attn: Penelope J.A. Agodoa

Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

NAME OF SUBMITTER:

Penelope J.A. Agodoa

Signature:

/pja/

Date:

04/12/2005

Total Attachments: 6

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## ASSIGNMENT FOR SECURITY

### TRADEMARKS

WHEREAS, UNIVERSAL TRAILER HOLDINGS CORP., a Delaware corporation ("Holdings") has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the annexed Schedule 1A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, Holdings is a party to that certain Security Agreement dated as of May 15, 2002, among Dymas Funding Company, LLC, as a Lender ("Dymas"), Royal Bank of Canada, New York Branch, as collateral agent ("RBC"), the other lenders party thereto, Haulmark Industries, Inc., Universal Trailer Corporation Horse/Livestock Group, Universal Trailer Corporation and Sooner Trailer Manufacturing Company (as the same may be amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement");

WHEREAS, Dymas has replaced RBC as Collateral Agent under the Security Agreement (Dymas, in such capacity, is hereinafter referred to as "Collateral Agent")

WHEREAS, Holdings has assigned to the Collateral Agent and granted to the Collateral Agent for the benefit of the lenders a continuing security interest in all right, title and interest of Holdings in, to and under the Trademarks, together with, among other things, the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Obligations (as defined in the Security Agreement);

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Holdings does hereby pledge, convey, sell, assign, transfer and set over unto the Collateral Agent and grants to the Collateral Agent for the benefit of the lenders a continuing security interest in the Collateral to secure the prompt payment, performance and for the benefit of the lenders observance of the Obligations.

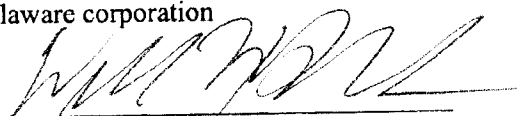
Holdings does hereby further acknowledge and affirm that the rights and remedies of the Collateral Agent with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

*- Remainder of Page Intentionally Blank; Signature Page Follows -*

IN WITNESS WHEREOF, Holdings has caused this Assignment to be duly executed by its officer thereunto duly authorized as of April 1, 2005.

**UNIVERSAL TRAILER HOLDINGS CORP.,**  
a Delaware corporation

By:



William H. Dabney, Jr.  
Vice President

Trademark Assignment – Universal Trailer Holdings Corp.  
60362615

**TRADEMARK**  
**REEL: 003064 FRAME: 0977**

SCHEDULE 1A TO ASSIGNMENT FOR SECURITY

Trademarks and Trademark Applications  
Owned by UNIVERSAL TRAILER HOLDINGS CORP.

**U.S. Registered Trademarks**

<b>Trademark</b>	<b>Reg. No.</b>	<b>Reg. Date</b>
UNIVERSAL TRAILER CORPORATION and Design	2,830,176	4/6/04
UNIVERSAL TRAILER CORPORATION and Design	2,834,494	4/20/04
UNIVERSAL TRAILER	2,821,139	3/9/04
UTAC	2,850,912	6/8/04
UNIVERSAL TRAILER ACCEPTANCE CORPORATION	2,865,044	7/20/04
A UNIVERSAL TRAILER CORP. and Design	2,929,014	3/1/05
UNIVERSAL TRAILER and Design	2,928,986	3/1/05
Design Only	2,927,960	2/22/05

**Pending U.S. Trademark Applications**

<b>Trademark</b>	<b>Serial No.</b>	<b>Filing Date</b>
UNIVERSAL MOTORSPORTS	78/381,926	3/10/04
EXISS Stylized	78/379,263	3/5/04
UNIVERSAL MOTOR SPORTS	78/381,912	3/10/04
LEAVE YOUR MARK	78/473,161	8/25/04
MILEY	78/467,856	8/16/04
MCQUERRY	78/467,882	8/16/04

**Canadian Registered Trademarks**

<b>Trademark</b>	<b>Reg. No.</b>	<b>Reg. Date</b>
UNIVERSAL TRAILER	TMA 622,541	10/15/04

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