

10-29-2004

RE

Form PTO-1594 (Rev. 06/04)
OMB Collection 0651-0027 (exp. 6/30/2005)

J.S. DEPARTMENT OF COMMERCE
1 States Patent and Trademark Office



REC 102870666
TRADEMARKS ONLY

Document I.D. No.
102727548

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102727548

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

Wisconsin Motors, LLC

4-22-04

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

Citizenship (see guidelines) _____

Execution Date(s) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Amcore Bank, N.A.

Internal Address: _____

Address: _____

Street Address: 2835 N. Grandview Blvd.

City: Pewaukee

State: Wisconsin

Country: USA Zip: 53072

Association Citizenship _____

General Partnership Citizenship _____

Limited Partnership Citizenship _____

Corporation Citizenship _____

Other Assoc. U.S. National Citizenship _____

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,913,008
1,944,950 and 2,804,537

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

1,913,008 - Horse Design Logo; 1,944,950 - Wisconsin;

2,804,537 - Red Seal

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

Name: Thomas P. Shannon

Internal Address: _____

Street Address: Fox, O'Neill & Shannon, S.C.
622 N. Water Street, Suite 500

City: Milwaukee

State: WI Zip: 53202

Phone Number: (414) 273-3939

Fax Number: (414) 273-3947

Email Address: tpshannon@foslaw.com

6. Total number of applications and registrations involved:

3

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 90.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:

Thomas P. Shannon
Signature

Oct. 21, 2004
Date

Thomas P. Shannon

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 4

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK
REEL: 003073 FRAME: 0123

4/19/04



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

RECORD TRADEMARK

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

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Wisconsin Motors, LLC

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

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

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: 3-24-2004

2. Name and address of receiving party(ies)

Name: Amcore Bank, N.A. Internal Address:

Street Address: 2835 N. Grandview Blvd.

City: Pewaukee State: WI Zip: 53072

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State, Other U.S. National Banking Association

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,913,008 1,944,950 & 2,804,537

Additional number(s) attached Yes No

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

Name: Thomas P. Shannon

Internal Address:

Street Address: Fox, O'Neill & Shannon, S.C.

622 N. Water Street, Suite 500

City: Milwaukee State: WI Zip: 53202

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41) \$ 90.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Thomas P. Shannon Name of Person Signing

Signature of Thomas P. Shannon

April 6, 2004 Date

Total number of pages including cover sheet, attachments, and document: 4

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

04/21/2004 MGETACHE 00000009 1913008

01 FC:8521 40.00 OP 02 FC:8522 50.00 OP

**ASSIGNMENT FOR SECURITY
(Trademarks)**

WHEREAS, Wisconsin Motors, LLC, a Wisconsin limited liability company (herein referred to as "Assignor"), has adopted, used and is using the trademarks listed on the annexed Schedule 1-A, which trademarks are registered in the United States Patent and Trademark Office (the "Trademarks"); and

WHEREAS, Assignor is obligated to Amcore Bank, N.A., a national banking association (herein referred to as "Assignee"), and has entered into an Assignment, Security Agreement and Mortgage-Trademarks (the "Agreement") in favor of Assignee; and

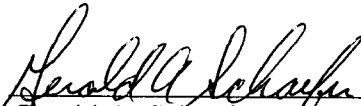
WHEREAS, pursuant to the Agreement, Assignor has assigned to Assignee and granted to Assignee a security interest in, and a mortgage on, all right, title and interest of Assignor in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks, and all proceeds thereof, including, without limitation, any and all causes of action which may exit by reason of infringement thereof, to secure the payment, performance and observance of the Obligations, as defined in the Agreement;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby further assign unto Assignee and grant to Assignee a security interest in, and mortgage on, the Trademarks to secure the prompt payment, performance and observance of the Obligations.

Assignor does hereby further acknowledge and affirm that the rights and remedies of Assignee with respect to the assignment of, security interest in and mortgage on the Trademarks made and granted hereby are more fully set forth in the Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

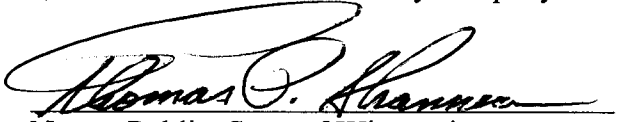
IN WITNESS WHEREOF, Assignor has caused this Assignment to be duly executed on the 24th day of March, 2004.

WISCONSIN MOTORS, LLC

By: 
Gerald A. Schaefer, President and Manager

STATE OF WISCONSIN)
 : ss
COUNTY OF MILWAUKEE)

This instrument was acknowledged before me on March 24, 2004 by Gerald A. Schaefer, as Manager and President of Wisconsin Motors, LLC, a Wisconsin limited liability company.


Notary Public, State of Wisconsin
My Commission is permanent.

SCHEDULE 1-A TO ASSIGNMENT FOR SECURITY

TRADEMARKS

**Wisconsin Motors, LLC
Registered Trademarks**

<u>Registration Number</u>	<u>Description of Mark</u>	<u>Date of Registration</u>	<u>State or Country</u>
1,913,008	"Horse Design Logo"	8/22/1995	U.S.
1,944,950	"Wisconsin"	1/2/1996	U.S.
2,804,537	"Red Seal"	1/13/2004	U.S.

TRADEMARK APPLICATIONS

<u>Application Number</u>	<u>Description of Mark</u>	<u>Date of Application/Filing</u>	<u>State or Country</u>
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NONE