

01-19-2005

1-18-05

**CORRECTIVE**



Tab settings =>=>

To the Honorable Commissioner of

102922211

3 attached original documents or copy thereof.

1. Name of conveying party(ies):  
Haier America Trading, L.L.C.  
1356 Broadway  
New York, New York 10018

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

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

3. Nature of conveyances:

- Assignment
- Security Agreement
- Merger
- Change of Name

Other Change the brief to Security Agreement - Reel/Frame 002919/0978 recorded date 03/01/2004

Document ID#: 700138510

Execution Date: February 11, 2004

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

A. Trademark Application.(s)

SEE ATTACHED SCHEDULE A

2. Name and address of receiving party(ies):

Name: Fleet Capital Corporation

Internal Address: \_\_\_\_\_

Street Address: 1633 Broadway

City: New York State: NY ZIP: 10019

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State Rhode Island
- 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

B. Trademark registration No.(s)

SEE ATTACHED SCHEDULE A

Additional numbers attached?  Yes  No

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

Name: Hahn & Hessen LLP, Attn: Francella H. Ashby

Internal Address: \_\_\_\_\_

Street Address: 488 Madison Avenue

City: New York State: NY ZIP: 10022

6. Total number of applications and registrations involved: \_\_\_\_\_

1

7. Total fee (37 CFR 3.41): ..... \$40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: \_\_\_\_\_

(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*

Francella H. Ashby  
Name of Person Signing

Francella H. Ashby  
Signature

12/14/2004  
Date

Total number of pages including coversheet, attachments and document: 4

01/18/2005 6TON11 00000072 2325046

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

01 FC:4521

40.00 OP

**TRADEMARK**  
**REEL: 003104 FRAME: 0527**

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated February 11, 2004, by and between Haier America Trading, L.L.C., and Fleet Capital Corporation, as Agent.

REGISTRATION NO.  
OR APPLICATION NO.

REGISTRATION  
OR FILING DATE

MARK

2325046

02/29/2000

Dispense-A-Can

1156611.1/KRP/18405/111

FORM PTO-1594  
1-31-02

RECU

03-01-2004

NECI

Patent and Trademark Office

3/1/04

Tab settings



To the Honorable Commissioner of Pat

102681093

Send original documents or copy thereof.

1. Name of conveying party(ies):  
 Haler America Trading, L.L.C.  
 1356 Broadway  
 New York, NY 10018

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 conveyances:

Assignment                       Merger  
 Security Agreement               Change of Name  
 Other \_\_\_\_\_

Execution Date: February 11, 2004

4. Application Number(s) or registration number(s):  
 A. Trademark Application(s)  
SEE ATTACHED SCHEDULE A

2. Name and address of receiving party(ies):  
 Name: Fleet Capital Corporation  
 Internal Address: \_\_\_\_\_  
 Street Address: 1633 Broadway  
 City: New York State: NY ZIP: 10019

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State Rhode Island  
 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

B. Trademark registration No.(s)  
SEE ATTACHED SCHEDULE A

Additional numbers attached?  Yes  No

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

Name: \_\_\_\_\_  
 Attn: Penelope J.A. Agodoa  
Federal Research Company, LLC  
1030 15th Street, NW, Suite 920  
Washington, DC 20005  
202.783.2700

Street Address: \_\_\_\_\_  
 City: \_\_\_\_\_ State: \_\_\_\_\_ ZIP: \_\_\_\_\_

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$40.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number: \_\_\_\_\_

(Attach duplicate copy of this page if paying by deposit account)

03/02/2004 LINDLER 00000044 2325046  
 01 FC:6521 40.00 DP

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

Francella H. Ashby                      Francella H. Ashby                      February 18, 2004  
 Name of Person Signing                      Signature                      Date

Total number of pages including coversheet, attachments and document: 4

Mail documents to be recorded with required coversheet information to:  
 Commissioner of Patents & Trademarks, Box Assignments  
 Washington, D.C. 20221

**TRADEMARK ASSIGNMENT OF SECURITY**

WHEREAS, Haier America Trading, L.L.C., a limited liability company formed under the laws of the State of New York, located at 1356 Broadway, New York, New York 10018 ("Borrower"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Borrower is obligated to Fleet Capital Corporation ("Fleet") and various other financial institutions (collectively, "Lenders") and Fleet as agent for Lenders ("Agent") pursuant to a certain Loan and Security Agreement, dated the date hereof, among Agent, Lenders and Borrower (as may be amended, modified, restated or supplemented from time to time, the "Agreement"); and

WHEREAS, pursuant to the Agreement, Borrower is granting to Agent for its benefit and for the ratable benefit of Lenders a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

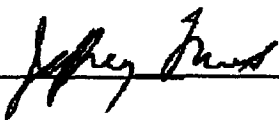
NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Borrower does hereby assign unto Agent for its benefit and for the ratable benefit of Lenders and grant to Agent for its benefit and for the ratable benefit of Lenders a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreement and in accordance with the terms and provisions thereof.


Borrower expressly acknowledges and affirms that the rights and remedies of Agent and Lenders with respect to the assignment and security interest granted hereby are more fully set forth in the Agreement.

Dated: New York, New York  
February 11, 2004

Witness:

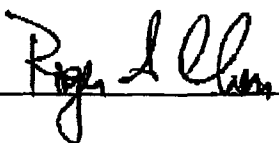
HAIER AMERICA TRADING, L.L.C.


  
\_\_\_\_\_

By:   
Name: Edward A. Smith  
Its: VP of Finance

Witness:

FLEET CAPITAL CORPORATION, as Agent

  
\_\_\_\_\_

By:   
Name: Suzanne Cozine  
Its: V.ice Pres. date

STATE OF NEW YORK )

: ss.:

COUNTY OF NEW YORK )

On this 9 day of February, 2004, before me personally came EDWARD A SMITH, to me known, who, being by me duly sworn, did depose and say that s/he is the VP of Finance of Haier America Trading, L.L.C., the limited liability company described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the [board of directors] of said limited liability company.

Cecilia Celli  
Notary Public

CECILIA CELLI  
Notary Public, State of New York  
No. 03-3597860  
Qualified in Putnam County  
Commission Expires June 30, 2007

STATE OF NEW YORK )

: ss.:

COUNTY OF NEW YORK )

On this 9 day of February, 2004, before me personally came SUZANNE CORIANO to me known, who, being by me duly sworn, did depose and say that s/he is the Vice President of Fleet Capital Corporation, the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

Cecilia Celli  
Notary Public

CECILIA CELLI  
Notary Public, State of New York  
No. 03-3597860  
Qualified in Putnam County  
Commission Expires June 30, 2007