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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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.

<p>1. Name of conveying party(ies): <u>Sunbelt Corporation</u></p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <u>South Carolina</u> <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) Name: <u>Rosenthal & Rosenthal</u> Internal Address: _____ Street Address: <u>1370 Broadway</u> City: <u>New York</u> State: <u>NY</u> Zip: <u>10018</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>New York</u> <input type="checkbox"/> Other _____</p> <p><small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small></p>
<p>3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ t</p> <p>Execution Date: <u>July 14, 2005</u></p>	

<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s) <u>2,256,852, 1,138,331, 1,756,324, 2,465,780,</u> <u>2,709,316, 2,952,584, 2,944,519, 2,960,279,</u> <u>2,821,014, 2,249,340, 2,955,390, 2,709,317</u></p> <p>Additional number(s) attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Dorothy R. Whitney</u> Internal Address: <u>Cowan, Liebowitz & Latman, P.C.</u></p> <p>Street Address: <u>1133 Avenue of the Americas</u> <u>35th Floor</u> City: <u>New York</u> State: <u>NY</u> Zip: <u>10036</u></p>	<p>6. Total number of applications and registrations involved: <u>12</u></p> <p>7. Total fee (37 CFR 3.41) <u>\$315</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>03-3415</u> (Attach duplicate copy of this page if paying by deposit account)</p>
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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.

Dorothy R. Whitney *Dorothy R. Whitney* 7/21/05
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 5

CERTIFICATE OF FACSIMILE TRANSMISSION

The undersigned hereby certifies that the above-captioned correspondence is being transferred by facsimile to the United States Patent and Trademark Office on the date shown above.

Name:
Date:

SXC/LXE/21616/003/566618.1

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SECURITY INTEREST

WHEREAS, SUNBELT CORPORATION, a corporation formed under the laws of South Carolina located at 2120 Burkette Road, Rock Hill, South Carolina 29732 (the "Company"), has adopted, used and is using the marks annexed hereto as Schedule A (the "Marks"), and is the assignee of the United States Patent annexed hereto as Schedule B (the "Patent").

WHEREAS, the Company is obligated to Rosenthal & Rosenthal, Inc. (the "Lender") located at 1370 Broadway, New York, New York 10018, pursuant to a Financing Agreement effective as of July 14, 2005, (the "Financing Agreement"); and

WHEREAS, the Company entered into an Intellectual Property Security Agreement effective as of July 14, 2005 with the Lender;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Company does hereby grant to the Lender a security interest in and to the Marks and Patent, together with the good will of the business symbolized by the Marks, which security interest shall secure all the Obligations as defined in the Financing Agreement and in accordance with the terms and provisions thereof.

The Company expressly acknowledges and affirms that the rights and remedies of the Lender with respect to the security interest granted hereby are more fully set forth in the Financing Agreement and the Intellectual Property Security Agreement.

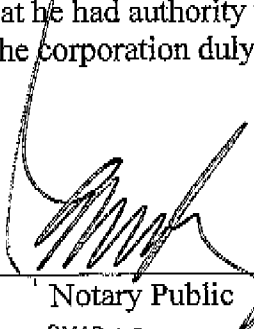
Dated: July 14, 2005

SUNBELT CORPORATION

By Larry French, CEO
Larry French, CEO

State of New York)
) ss.:
County of New York)

On the 14th day of July, 2005 before me, the undersigned, personally appeared Larry French, to me known, who being by me duly sworn, did depose and say that he is the Chief Executive Officer of Sunbelt Corporation described in and which executed the foregoing instrument; that he executed the same in such capacity and that he had authority to execute such instrument and that by his signature on the instrument, the corporation duly executed the instrument.



Notary Public
OMAR J. BARBERO
NOTARY PUBLIC, State of New York
No. 41-4799597
Qualified in Queens County
Commission Expires July 31, 2005

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SCHEDULE A

	<u>Trademark</u>	<u>Serial/Reg. No.</u>	<u>Class</u>	<u>Goods/Services</u>
1.	OUR DYES MAKE YOUR COLORS	2,256,852	40	Custom manufacturing of dyes and specialty chemicals for others
2.	MORFAST	1,138,331	2	Dyes
3.	MORPLAS	1,756,324	2	Solid dye used in the manufacture of plastics
4.	NAVINON (Stylized)	2,465,780	2	Dyes for use in the manufacturing of textiles
5.	NAVIPON	2,709,316	2	Solvent dye used in the manufacture of foil packaging, woodstains, waxes and printing inks.
6.	NAVIPOL	2,952,584	2	Dyes for use in petroleum products
7.	NAVIPRINT	2,944,519	2	Aqueous pigment dispersion for use in the textiles industry
8.	NAVITRACE	2,960,279	2	Dyes for use in petroleum products
9.	NAVILENE	2,821,014	2	Disperse dyes for use in the manufacture of textiles
10.	SUNBELT CORPORATION OUR DYES MAKE YOUR COLORS & Design	2,249,340	40	Manufacturing dyes and specialty chemicals for others
11.	NAVISURF	2,955,390	2	Water-based pigment dispersion for use in the manufacture of inks
12.	NAVISPERSERSE	2,709,317	2	Pigment dispersion for use in the manufacture of dyes

SCHEDULE B

	<u>U.S. Patent</u>	<u>Serial No.</u>	<u>Registration No.</u>	<u>Date Issued</u>
1.	Black Alcohol Soluble Dye Formulation	09/731,559	6,666,897	12/23/03