

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
McGard, LLC		03/30/2005	Limited Liability Company: NEW YORK

RECEIVING PARTY DATA

Name:	Keybank National Association
Street Address:	800 superior Avenue
City:	Cleveland
State/Country:	OHIO
Postal Code:	44114
Entity Type:	National Banking Association:

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	2399722	SPLINEDRIVE
Registration Number:	2370926	SPLINEDRIVE
Registration Number:	1373153	TOUGH NUTS
Registration Number:	1314297	THE INTIMIDATOR
Registration Number:	1266870	BUFFALO NUTS
Registration Number:	830076	MCGARD
Serial Number:	76464723	SIDEWINDER

CORRESPONDENCE DATA

Fax Number: (716)633-1932
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 716-633-1930
 Email: wduft@duftlawoffice.com
 Correspondent Name: Walter W. Duft
 Address Line 1: 8616 Main Street, Suite 2

OP \$190.00 2399722

Address Line 4: Williamsville, NEW YORK 14221

ATTORNEY DOCKET NUMBER:

5181-1

NAME OF SUBMITTER:

Walter W. Duft

Signature:

/Walter W. Duft/

Date:

11/10/2005

Total Attachments: 8

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**COLLATERAL ASSIGNMENT OF SECURITY INTEREST
IN TRADEMARK APPLICATIONS, TRADEMARK REGISTRATIONS,
PATENT APPLICATIONS AND PATENTS**

THIS COLLATERAL ASSIGNMENT OF SECURITY INTEREST IN TRADEMARK APPLICATIONS, TRADEMARK REGISTRATIONS, PATENT APPLICATIONS AND PATENTS (the "Collateral Assignment") is made as of March 31, 2005 by McGARD, LLC, a New York limited liability company, having offices at 3875 California Road, Orchard Park, New York 14127-4198 ("Assignor") to KEYBANK NATIONAL ASSOCIATION, a national banking association having offices at 800 Superior Avenue, Cleveland, Ohio 44114 ("Assignee").

WITNESSETH:

WHEREAS, Assignor is the owner of or has rights to or in certain trademark registrations, patents and related trademark and patent applications listed on Exhibit A attached to this Collateral Assignment; and

WHEREAS, Assignor and Assignee have entered into that certain Loan Agreement and that certain Security Agreement each dated as of March 31, 2005 (as from time to time amended, modified or supplemented, the "Credit Agreements"), pursuant to which, upon the satisfaction by the Assignor of the terms and conditions contained therein, Assignee will extend credit to or for the account of Assignor; and

WHEREAS, pursuant to the Credit Agreements, Assignor has agreed to grant Assignee a security interest in all of its right, title and interest in and to the trademark registrations, patents and related trademark and patent applications described on Exhibit A and in and to the goodwill symbolized by such trademark registrations, patents and trademark and patent related applications (the "Goodwill"), as collateral security for the obligations of Assignor under the Credit Agreements (the "Obligations"); and

WHEREAS, Assignor is the owner of the entire right, title and interest in the trademark registrations, patents and related trademark and patent applications which are the subject hereof.

NOW, THEREFORE, in consideration of the foregoing and other good and valuable consideration, Assignor hereby:

1. Assigns, pledges and grants to Assignee, as security for the Obligations (as defined in the Loan Agreement), a security interest in and to the trademark registrations and patents and related trademark and patent applications listed on Exhibit A and to the Goodwill, and a security interest in and to all trademark registrations and patents and related trademark and patent applications and Goodwill acquired by Assignor after the date hereof.

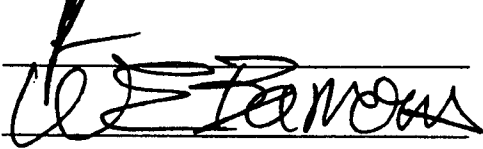
2. Authorizes and requests the Commissioner of Patents and Trademarks of the United States of America and the empowered officials of all other governments to note in the record the existence of the security interest granted hereunder with respect to each of the

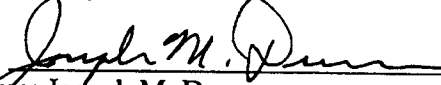
trademark registrations, patents and related trademark and patent applications listed on Exhibit A and to the Goodwill and to all trademark registrations, patents and related trademark and patent applications and Goodwill acquired by Assignor after the date hereof.

IN WITNESS WHEREOF, Assignor has caused this Collateral Assignment to be signed by its duly authorized officer the day and year first above written.

Signed In The Presence Of:


McGARD, LLC



By: 
Name: Joseph M. Dunn
Title: Chairman

STATE OF OHIO)
) SS:
COUNTY OF CUYAHOGA)

On the 30 day of March, in the year 2005, before me, the undersigned, a Notary Public, in and for said state, personally appeared **Joseph M. Dunn**, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed this instrument.


Notary Public
Irene M. MacDougall, Attorney at Law
No expiration per Ohio Revised Code

This Instrument Prepared by:
Irene M. MacDougall, Esq.
PORTER, WRIGHT, MORRIS & ARTHUR
925 Euclid Avenue, Suite 1700
Cleveland, Ohio 44115-1483

EXHIBIT A

Collateral Assignment
by
McGard, LLC
to
KeyBank National Association

Trademark Registrations and Trademark Applications

1. U.S. REGISTERED TRADEMARKS REGISTRATION APPLICATIONS

<u>Trademark</u>	<u>Registration Date</u>	<u>Registration No.</u>
SPLINEDRIVE (& DESIGN)	10/31/2000	2,399,722
SPLINEDRIVE	7/25/2000	2,370,926
TOUGH NUTS	11/26/1985	1,373,153
THE INTIMIDATOR	1/15/1985	1,314,297
BUFFALO NUTS	2/14/1984	1,266,870
MCGARD	6/13/1967	830,076
SIDEWINDER	Filed 22/6/2002	SN 76/464,723

2. FOREIGN REGISTERED TRADEMARKS/APPLICATIONS

<u>Trademark</u>	<u>Registration Date</u>	<u>Registration No.</u>
MCGARD	6/6/1983	1,049,311 (Germany)
MCGARD	7/10/1998	4,163,595 (Japan)

3. UNREGISTERED TRADEMARKS

Trademark
SIDEWINDER

Patents and Patent Applications

1. U.S. REGISTERED PATENTS/APPLICATIONS

<u>Title</u>	<u>Inventor</u>	<u>Filing or Issue Date</u>	<u>Patent No.</u>
Ringless Meter Lock	Sullivan et al.	6/1/2004	6,742,365
High Security Fastener Constructions	Notaro et al.	4/13/2004	6,719,511
Dual Plated Fasteners	McCauley et al.	7/29/2003	6,599,071
Ring-Type Meter Lock	Julicher	8/27/2002	6,439,010
Fastener Structure	Lanham et al.	3/19/2002	6,357,981
Add on Tamper Resistant Lock Devices for Cover	Haseley et al.	10/30/2001	6,308,997
Fastener Construction	Julicher et al.	10/2/2001	6,295,900
Fastener Structure	Lanham et al.	7/25/2000	6,092,968
Lock Construction	Haseley et al.	5/30/2000	6,067,827
Spare Wheel Lock Construction	Galgovich et al.	5/30/2000	6,067,825
Lock Construction for Automotive Spare Wheel Winch	Kozlowski et al.	4/11/2000	6,047,574
Fastener Structure (Spline Drive)	Lanham et al.	3/14/2000	6,036,419
Security Fastener & Drive Tool for Driving Both Security Fasteners & Conventional Fasteners	Bainbridge et al.	2/15/2000	6,024,522
Utility Door Lock Construction	Haseley et al.	2/1/2000	6,018,969
Multi-Tier Security Fastener	Lanham	1/25/2000	6,017,177

Lock Construction for Automotive Spare Wheel Winch	Kozlowski et al.	8/31/1999	5,943,887
Structure For Converting Standard Drive Fastener To Security Fastener	Lanham	8/11/1998	5,791,848
Lock Construction for Spare Wheel Winch	Kozlowski	6/2/1998	5,758,523
Anti Galling Fastener	Lanham et al.	3/24/1998	5,730,568
Anti Tamper Fastener	Haseley et al.	3/24/1998	5,730,567
Tamper Resistant Construction for Hydrant	Julicher et al	3/17/1998	5,727,590
Tamper Resistant Construction for Hydrant	Julicher	3/3/1998	5,722,450
Tamper Resistant Construction for Hydrant	Julicher	5/27/1997	5,632,301
Tamper Resistant Construction for Hydrant Actuating Nut	Julicher	5/27/1997	5,630,442
Two Piece Lug Bolt	Notaro	3/7/1995	5,395,196
Fastener Construction	Notaro et al.	11/1/1994	5,360,304
Lightweight Lug Nut	Bainbridge et al.	6/28/1994	5,324,149
Two-Piece Lug Nut	Notaro	6/28/1994	5,324,148
Wrench for Hexagonal Regular Nut & Locknuts	Lanham	10/12/1993	5,251,520
Wrench for Hexagonal Regular Nut & Locknuts	Lanham	7/7/1992	5,127,289
Shrouded Anti-Theft Lock Nut	McCauley et al.	5/12/1992	5,112,176
Shrouded Jam Lock	McCauley	12/10/1991	5,071,300
Pipe Plug And Centering Construction For			

Centering Ridged Key In Mating Groove In Pipe Plug Or Nut	McCauley et al.	11/5/1991	5,062,325
Lock Assembly for Valve	McCauley	7/9/1991	5,029,808
Decorative & Protective Cap for Locknut	Lanham	11/6/1990	4,968,202
Tamperproof Construction for Hydrant Actuating Nut	McCauley et al.	6/26/1990	4,936,336
Anti-Tamper Nut	Parks	1/30/1990	4,897,008
Spare Wheel Lock Construction	Parks	5/23/1988	4,848,113
Decorative & Protective Cap for Locknut	McCauley	4/25/1989	4,824,305
Multi-Part Locknut Construction	Bainbridge	2/23/1988	4,726,723
Manhole Cover Locking Bolt Construction	McCauley	2/9/1988	4,723,866
Pipe Plug And Centering Construction For Centering Ridged Key In Mating Groove In Pipe Plug	McCauley et al.	12/15/1987	4,712,586
Tamper-Proof Bolt And Tamper-Proof Bolt-Key Combination	McCauley et al.	8/18/1987	4,686,874
Locknut Key & Mounting Structure Therefor	Bainbridge	5/12/1987	4,664,000
Locknut & Key Therefor	McCauley	3/10/1987	4,648,293
Operating Nut for Fire Hydrant	Bainbridge et al.	1/6/1987	4,633,896
Locknut And Key Therefor	Bainbridge et al.	10/21/1986	4,618,299
Tank Hatch Opening Obstructing Construction	Sullivan	3/18/1986	4,576,308

Locking Valve Construction	Taylor	10/29/1985	4,549,569
Venting Fuel Valve for Diesel Engine Fuel Supply System	Taylor	6/11/1985	4,522,569
Locking Valve Construction	Taylor	1/29/1985	4,495,910
Bolt-Lock Structure	McCauley et al.	11/6/1984	4,480,513
Locking And Anti-Loosening Construction for Vehicle Rim	Flexman	10/23/1984	4,478,458
Vehicle Wheel Disc Locking Means	McCauley	5/23/1978	4,090,744
Vehicle Hood Lock	Carl	1/31/1978	4,070,880
Vehicle Wheel Nut or Bolt	McCauley	3/22/1966	3,241,408
High Security Fastener Constructions	Notaro et al.	Filed 9/3/2004	SN 10/934,664
Ringless Meter Lock	Sullivan et al.	Filed 5/8/2004	SN 10/841,812
High Security Fastener Constructions	Notaro et al.	Filed 4/6/2004	SN 10/818,705
Key With Retractable Pattern	Trank et al.	Filed 12/15/2003	SN 10/736,221
Utility Door Lock Construction	Haseley et al.	Filed 11/12/1998	SN 09/190,490
Security Fastener And Drive Tool For Driving Both Security Fasteners And Conventional Faseners	McCauley	Filed 4/24/1997	SN 08/847,378

2. FOREIGN REGISTERED PATENTS/APPLICATIONS

<u>Title</u>	<u>Inventor</u>	<u>Filing or Issue Date</u>	<u>Patent No.</u>
Shrouded Anti-Theft Lock Nut	McCauley et al.	3/13/1992	2,255,606 (U.K.)
Wrench for Hexagonal Regular Nut & Locknuts	Lanham	1/16/1992	2,252,929 (U.K.)
Wrench for Hexagonal Regular Nut & Locknuts	Lanham	8/6/1998	4,203,408 (Germany)
Utility Door Lock Construction	Haseley et al.	9/29/2004	217,409 (Mexico)
Shrouded Anti-Theft Locknut	McCauley et al.	Filed 11/12/1992	SN 4,212,014 (Ger.)
Multi-Tier Security Fastener	Lanham	Filed 8/12/1998	SN 19836572 (Ger.)
Structure for Converting Standard Drive Fastener To Security Fastener	Lanham	Filed 4/23/1998	SN 19818319 (Ger.)
Dual Plated Fasteners	McCauley et al.	Filed 4/14/1999	SN 19916860 (Ger.)
Key With Retractable Pattern	Trank et al.	Filed 7/2/2004	SN 04254022 (EPO)