

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	Assignment of Security Documents
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CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Old National Bank		12/02/2005	national banking association: UNITED STATES

RECEIVING PARTY DATA

Name:	Comerica Bank
Street Address:	500 Woodward Ave.
Internal Address:	One Detroit Center, 6th Floor
City:	Detroit
State/Country:	MICHIGAN
Postal Code:	48226
Entity Type:	banking corporation: MICHIGAN

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	1571497	HYDROPLAS
Registration Number:	1206674	
Registration Number:	1375371	ATTENULAC
Registration Number:	1526349	HYDROPLAS
Registration Number:	1432624	SOFT FEEL
Registration Number:	1800372	SRC
Registration Number:	2561489	G-LINK
Registration Number:	2603796	PRO-LINK
Registration Number:	2561488	SPORT-LINK
Registration Number:	2285257	POPFREE

CORRESPONDENCE DATA

Fax Number: (734)930-2494

OP \$265.00 1571497

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

Phone: 734-761-3780
Email: asujek@bodmanllp.com
Correspondent Name: Angela Alvarez Sujek - Bodman LLP
Address Line 1: 110 Miller, Suite 300
Address Line 4: Ann Arbor, MICHIGAN 48104

NAME OF SUBMITTER:	Angela Alvarez Sujek
Signature:	/angela alvarez sujet/
Date:	12/14/2005

Total Attachments: 5

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ASSIGNMENT OF SECURITY DOCUMENTS

THIS ASSIGNMENT dated as of December 2, 2005, by Old National Bank, a national banking association ("Old National"), as Collateral Agent under each of the Security Documents (as defined below)

RECITALS:

A Red Spot Paint & Varnish Co, Inc. ("Borrower"), Red Spot Canada Ltd, (the "Guarantor"), certain institutions from time to time parties thereto as Banks, Old National Bank, as Collateral Agent and Comerica Bank as Administrative Agent entered into a Credit Agreement dated as of September 29, 2000, as amended (the "Credit Agreement")

B Pursuant to the Credit Agreement, Borrower and the Guarantor executed and delivered the Security Documents to Old National for the benefit of the Banks under the Credit Agreement

C Old National has resigned as Collateral Agent under the Credit Agreement and Comerica Bank ("Comerica") has been appointed successor Collateral Agent under the Credit Agreement

NOW, IHEREFORE, Old National hereby assigns to Comerica, as successor Collateral Agent under the Credit Agreement, all of its right, title and interest as Collateral Agent in and to each of the following documents (collectively, the "Security Documents"):

- (i) Security Agreement dated as of September 29, 2000, between Borrower and Old National;
- (ii) Agreement (Patent) dated as of July 1, 2005, between Borrower and Old National;
- (iii) Agreement (Trademark) dated as of July 1, 2005, between Borrower and Old National;
- (iv) Assignment as Collateral Security dated as of September 29, 2000, between Borrower and Old National;
- (v) Guaranty dated as of September 29, 2000, by Red Spot Canada Ltd in favor of Old National;
- (vi) Continuing Collateral Mortgage, Security Agreement, Assignment of Leases and Rents and Financing Statement (Indiana) dated as of September 29, 2000 by Borrower in favor of Old National;
- (vii) Continuing Collateral Mortgage (Michigan-Plymouth) dated as of September 29, 2000 by Borrower in favor of Old National; and

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- (viii) Continuing Collateral Mortgage (Michigan-Westland) dated as of September 29, 2000 by Borrower in favor of Old National.
- (ix) Collateral Assignments of Life Insurance Policies dated as of July 1, 2005 by the Borrower in favor of Old National for the life insurance policies listed on Schedule 2 attached hereto
- (x) Three (3) Promissory Notes from Old National Trust Company, as Trustee of the Charles D Storms Irrevocable Joint Insurance Trust established pursuant to the trust agreement dated October 25, 1993 to Red Spot Paint & Varnish Co, Inc, each dated July 22, 2005 in the amounts of \$59,445.29, \$1,523,947.00 and \$22,443.62, each of which are secured by a pledge and collateral assignment of the Northwestern Mutual Life Insurance Policy No. 12 746 244 dated February 18, 1994

Old National authorizes Comerica to file financing statements assigning from Old National to Comerica all of the financing statements identified on Schedule 1 annexed hereto

**OLD NATIONAL BANK, a national
banking association, as Collateral Agent**

By: _____


James A. Sandgren

Its: Executive Vice President

SCHEDULE 1 TO ASSIGNMENT OF SECURITY DOCUMENTS

**Personal Property Financing Statements to be assigned
from Old National to Comerica Bank, as Collateral Agent**

Borrower

JURISDICTION	ORIGINAL FILING NUMBER	ORIGINAL FILING DATE	ACTION REQUIRED
Michigan Secretary of State	D699830	10/02/00	Assignment to Comerica Bank
California Secretary of State	0027961494	10/03/00	Assignment to Comerica Bank

Red Spot Westland, Inc.

JURISDICTION	ORIGINAL FILING NUMBER	ORIGINAL FILING DATE	ACTION REQUIRED
Michigan Secretary of State	D699831	10/02/00	Assignment to Comerica Bank
Michigan Secretary of State	D699832	10/02/00	Assignment to Comerica Bank

SCHEDULE 2 TO ASSIGNMENT OF SECURITY DOCUMENTS

Life Insurance Policies

- 1 Policy No 12465193 dated January 1, 1993 issued by Northwestern Mutual Life Insurance Company for the life of Orville G Nixon
- 2 Policy No 12105424 dated January 1, 1992 issued by Northwestern Mutual Life Insurance Company for the life of Orville G Nixon
- 3 Policy No 10959588 dated January 1, 1989 issued by Northwestern Mutual Life Insurance Company for the life of Orville G Nixon
- 4 Policy No 12719610 dated October 28, 1993 issued by Northwestern Mutual Life Insurance Company for the life of John C Ruthenburg
- 5 Policy No 11591283 dated July 1, 1987 issued by Northwestern Mutual Life Insurance Company for the life of Evelyn L Morrell
- 6 Policy No 11709564 dated January 1, 1991 issued by Northwestern Mutual Life Insurance Company for the life of James D McGinness
- 7 Policy No 11591252 dated July 1, 1987 issued by Northwestern Mutual Life Insurance Company for the life of James D McGinness
- 8 Policy No. 10493948 dated July 1, 1987 issued by Northwestern Mutual Life Insurance Company for the life of James D McGinness
- 9 Policy No. 10403923 dated July 1, 1987 issued by Northwestern Mutual Life Insurance Company for the life of G Morgan Jones
- 10 Policy No. 10403957 dated July 1, 1987 issued by Northwestern Mutual Life Insurance Company for the life of G Morgan Jones
- 11 Policy No 10403964 dated July 1, 1987 issued by Northwestern Mutual Life Insurance Company for the life of James D McGinness.
- 12 Policy No. 10403969 dated July 1, 1987 issued by Northwestern Mutual Life Insurance Company for the life of William L Martin
- 13 Policy No 10403970 dated July 1, 1987 issued by Northwestern Mutual Life Insurance Company for the life of Evelyn L Morrell
- 14 Policy No 10403983 dated July 1, 1987 issued by Northwestern Mutual Life Insurance Company for the life of Evelyn L Morrell

- 15 Policy No 10404007 dated July 1, 1987 issued by Northwestern Mutual Life Insurance Company for the life of Jerry A. Bean
- 16 Policy No 10404013 dated July 1, 1987 issued by Northwestern Mutual Life Insurance Company for the life of Jerry A. Bean
- 17 Policy No 11591268 dated October 1, 1987 issued by Northwestern Mutual Life Insurance Company for the life of James D. McGinness
- 18 Policy No 11591245 dated October 1, 1987 issued by Northwestern Mutual Life Insurance Company for the life of Jerry A. Bean
- 19 Policy No 11591225 dated October 1, 1987 issued by Northwestern Mutual Life Insurance Company for the life of Orville G. Nixon
- 20 Policy No 10606874 dated January 1, 1988 issued by Northwestern Mutual Life Insurance Company for the life of James D. McGinness