

12-21-2005

I



To the Director of the U.S. Patent and

Trademark Office, and one original document or copy thereof.

103142531

1. Name of conveying party(ies):

Cold Jet, LLC

- Individual (s)
- General Partnership
- Corporation - State of _____
- Other Limited Liability Company

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____

Execution Date: December 5, 2005

4. Application number(s) or trademark number(s)
A. Trademark Application No.(s)

(See Attached Schedule)

Additional numbers attached? Yes No

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

Name: Belinda L. Reynolds, Legal Assistant
Internal Address: Porter, Wright, Morris & Arthur
Street Address: 41 S. High Street, 28th Floor
City: Columbus State: OH ZIP: 43215

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

Name: Mezzanine Opportunities LLC

Street Address: 191 W. Nationwide Blvd, Suite 600
City Columbus State OH Zip 43215

- Individual (s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - State of _____
- Other Ohio Limited Liability Company

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

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

B. Trademark Registration No.(s)

FINANCE SECTION
NOV 19 AM 8:14
RECORDS

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 documents.

Karen K. Hammond
Name of Person Signing

Signature

December 14, 2005
Date

Total number of pages comprising cover sheet: 2

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Mail Stop Assignment Recordation Services
Director of the U.S. Patent and Trademark Office
P.O. Box 1450
Alexandria, VA 22313-1450

12/20/2005 DBYRNE 00000030 1567977

01 FC:8521
02 FC:8522

40.00 OP
100.00 OP

COLUMBUS/1098650v.02

TRADEMARK
REEL: 003276 FRAME: 0424

19-05-61-61

SCHEDULE

<i>Mark</i>	<i>Serial No.</i>	<i>Filing Date</i>	<i>Reg. No.</i>	<i>Reg. Date</i>
COLD JET	73/754,155	09/26/1988	1,567,977	11/28/1989
THE FORCE OF NATURE (stylized)	73/818,224	08/10/1989	1,585,326	03/06/1990
COLD JET and Design	73/818,223	08/10/1989	1,589,735	04/03/1990
I3	78/675,001	07/21/2005		
MICROCLEAN	78/675,002	07/21/2005		

AMENDED AND RESTATED TRADEMARK SECURITY AGREEMENT

WHEREAS, **Cold Jet, LLC** (“Assignor”), a corporation formed under the laws of Ohio, located at 455 Wards Corner Road, Loveland, Ohio 45140, 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, Assignor is obligated to **Mezzanine Opportunities LLC** (“Mezzanine”) in connection with a certain Senior Subordinated Note Purchase Agreement dated as of October 1, 2003, as amended by that certain Amendment to Senior Subordinated Note Purchase Agreement dated the date hereof, and Assignor is obligated to Mezzanine pursuant to a certain Trademark Collateral Security Agreement, dated October 1, 2003, as amended by that certain Amendment to Trademark Collateral Security Agreement dated as of December 5, 2005, made by Assignor in favor of Mezzanine (as each may be further amended, modified, restated or supplemented from time to time, collectively, the “Agreements”); and

WHEREAS, pursuant to the Agreements, Assignor is granting to Mezzanine 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, Assignor, subject to (a) the first priority security interest granted to The Huntington National Bank, a national banking association (the “Senior Lender”), pursuant to a certain senior Loan and Security Agreement dated as of November 30, 2005 by and between Assignor and the Senior Lender, and (b) that certain Standby and Subordination Agreement dated as of November 30, 2005 among, by and between the Senior Lender, Assignor and Mezzanine, does hereby collaterally assign unto Mezzanine and grant to Mezzanine 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 Agreements and in accordance with the terms and provisions thereof.

Assignor expressly acknowledges and affirms that the rights and remedies of Mezzanine with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

[Signatures and acknowledgements to follow on next page]

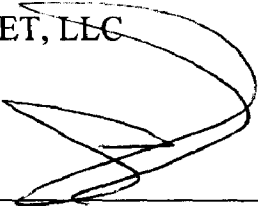
Dated: Loveland, Ohio
December 5, 2005

Witness:

Scott P. Natje

COLD JET, LLC

By:



Eugene L. Cooke, III, President

Witness:

MEZZANINE OPPORTUNITIES LLC

By:

Authorized Signer

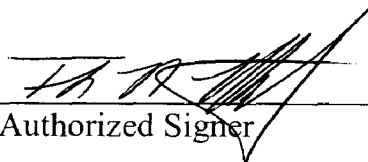
Dated: Loveland, Ohio
December 5, 2005

Witness: COLD JET, LLC

By: _____
Eugene L. Cooke, III, President

Witness: MEZZANINE OPPORTUNITIES LLC

James P. Bell

By: 
Authorized Signer

STATE OF OHIO)

ss:

COUNTY OF HAMILTON)

On this 5 day of December, 2005, before me personally came Eugene L. Cooke, III, to me known, who, being by me duly sworn, did depose and say that he is the President of Cold Jet, LLC, the company described in and which executed the foregoing instrument; and that he signed his name thereto by order of the board of directors of said company.



EDWARD WU
NOTARY PUBLIC, STATE OF OHIO
MY COMMISSION EXPIRES 06-08-10

Edward Wu

Notary Public

STATE OF OHIO)

ss:

COUNTY OF HAMILTON)

On this _____ day of December, 2005, before me personally came _____, to me known, who, being by me duly sworn, did depose and say that he is an authorized signer of Mezzanine Opportunities LLC, the company described in and which executed the foregoing instrument; and that he was authorized to sign his name thereto on behalf of said company.

Notary Public

STATE OF OHIO)

SS:

COUNTY OF HAMILTON)

On this ____ day of December, 2005, before me personally came Eugene L. Cooke, III, to me known, who, being by me duly sworn, did depose and say that he is the President of Cold Jet, LLC, the company described in and which executed the foregoing instrument; and that he signed his name thereto by order of the board of directors of said company.

Notary Public

STATE OF OHIO)

SS:

COUNTY OF FRANKLIN)

On this 7th day of December, 2005, before me personally came Thomas O'Keefe, to me known, who, being by me duly sworn, did depose and say that he is an authorized signer of Mezzanine Opportunities LLC, the company described in and which executed the foregoing instrument; and that he was authorized to sign his name thereto on behalf of said company.

James P. Botti
Notary Public

NOTARY PUBLIC
STATE OF OHIO
COMM. NO. 113100
EXPIRES 12/31/07

TRADEMARKS

SCHEDULE A

Trademark	Goods/Services	Country Name	Registration Number	Status
COLD JET	Particle blast cleaning machines	Taiwan	597189	Registered
COLD JET	Particle blast cleaning machines	Taiwan	597123	Registered
COLD JET	Particle blast cleaning machines, nozzles for particle blast cleaning machines and parts for all the foregoing; CO ₂ dry ice pelletizers	Mexico	635156	Registered
COLD JET	Particle blast cleaning machines, nozzles for particle blast cleaning machines and parts for all the foregoing	United States of America	1,567,977	Registered
COLD JET	Particle blast cleaning machines and constitutive component parts including nozzles (part of the machine)	France	1.728.616	Registered
COLD JET	Particle blast cleaning machines, nozzles for particle blast cleaning machines and parts for all the foregoing	Germany	2051112	Registered
COLD JET	Particle blast cleaning machines, nozzles for particle blast cleaning machines and parts for all the foregoing	Italy	613520	Registered
COLD JET & Design	Particle blast cleaning machines, nozzles for particle blast cleaning machines and parts for all the foregoing; CO ₂ dry ice pelletizers	Mexico	635155	Registered

Trademark	Goods/Services	Country Name	Registration Number	Status
COLD JET & Design	Particle blast cleaning machines, nozzles for particle blast cleaning machines and parts for all the foregoing	United States of America	1,589,735	Registered
THE FORCE OF NATURE (Stylized)	Particle blast cleaning machines, nozzles for particle blast cleaning machines and parts for all the foregoing; CO ₂ dry ice pelletizers	Mexico	635154	Registered
THE FORCE OF NATURE (Stylized)	Particle blast cleaning machines, nozzles for particle blast cleaning machines and parts for all the foregoing; CO ₂ dry ice pelletizers	United States of America	1,585,326	Registered

TRADEMARK APPLICATIONS

Trademark	Goods/Services	Country Name	Serial Number	Filing Date
I3	Particle blast cleaning machines, nozzles for particle blast cleaning machines and parts for all the foregoing	United States of America	78/675,001	July 21, 2005
I3	Particle blast cleaning machines, nozzles for particle blast cleaning machines and parts for all the foregoing	Taiwan	94035424	July 25, 2005
I3 MICROCLEAN	Particle blast cleaning machines, nozzles for particle blast cleaning machines and parts for all the foregoing	United States of America	78/675,002	July 21, 2005

Trademark	Goods/Services	Country Name	Serial Number	Filing Date
I3 MICROCLEAN	Particle blast cleaning machines, nozzles for particle blast cleaning machines and parts for all the foregoing	Taiwan	94035422	July 25, 2005