

50.01-01

10-12-2006



103320590

OFFICE OF PUBLIC RECORDS

2006 OCT 10 PM 5:26

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/30/2008)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

FINANCE SECTION

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

SOUTHWORTH COMPANY

- Individual(s)
- General Partnership
- Corporation- State: Massachusetts
- Other _____
- Association
- Limited Partnership

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) October 5, 2006

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Webster Bank, National Association

Internal Address: _____

Street Address: 145 Bank Street

City: Waterbury

State: Connecticut

Country: USA Zip: 06702

- Association Citizenship USA
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship _____
- Other _____ Citizenship _____

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Southworth (stylized) Reg #550713

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s), (and Filing Date if Application or Registration Number is unknown):
"Southworth", "Eaton" and "Esleek" names and marks, and all derivatives thereof.

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

Name: James B. Sheils, Esquire

Internal Address: Shatz, Schwartz and Fentin, P.C.

Street Address: 1441 Main Street, Suite 1100

City: Springfield

State: MA Zip: 01103

Phone Number: 413 737 1131

Fax Number: 413 736 0375

Email Address: JBSheils@sspc.com

6. Total number of applications and registrations involved:

4

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ _____

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:

James B. Sheils
Signature
JAMES B. SHEILS
Name of Person Signing

October 5, 2006

Date

Total number of pages including cover sheet, attachments, and document: 3

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

40.00 DP
75.00 DP
0000061 550713
10/11/2006 13:51:11
01 FC:6521
02 FC:6522

CONTINUATION SHEET

2. Southworth (stylized)
Reg. # 2757321
3. Eaton
Reg. # 1272646
4. Esleeck
Reg. # 1239366

06\0357\continuation sheet.0801

TRADEMARK SECURITY AGREEMENT

The undersigned Southworth Company, West Springfield, Massachusetts hereby grants to Webster Bank, National Association, 145 Bank Street, Waterbury, Connecticut a security interest in any and all trademarks owned by a registered to Southworth Company, whether now or hereafter owned or registered, including, without limitation, the following:

SOUTHWORTH
EATON
ESLEECK

The security interest granted hereby secures all obligations of Southworth Company to Webster Bank, National Association, including those set forth in a Credit Agreement of even date. The terms and conditions of that certain Security Agreement of even date executed by Southworth Company all hereby incorporated herein by reference.

Signed as a sealed instrument this 5th day of October, 2006.

SOUTHWORTH COMPANY

By: David C. Southworth
Name: DAVID C. SOUTHWORTH
Title: President

COMMONWEALTH OF MASSACHUSETTS

County of Hampden

On this October 5, 2006 before me, the undersigned notary public, personally appeared David Southworth, proved to me through satisfactory evidence of identification, namely the person was known to me, to be the person whose name is signed on the preceding or attached document and acknowledged to me that such person is the duly authorized President of SOUTHWORTH COMPANY and that such person signed such document voluntarily as such person's free act and deed for its stated purpose on behalf of such SOUTHWORTH COMPANY.

[Signature] sign and stamp

W- GANTH JAMES
7/7/07

06\0357\trademark ag.0801