

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Broin and Associates, Inc.		12/28/2006	CORPORATION: NORTH DAKOTA

RECEIVING PARTY DATA

Name:	Bank of Oklahoma, National Association, as Administrataive Agent
Street Address:	P. O. Box 2300
Internal Address:	Attn: Energy Department
City:	Tulsa
State/Country:	OKLAHOMA
Postal Code:	74192
Entity Type:	national banking association:

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	2810597	BROIN
Serial Number:	78662971	BFRAC
Serial Number:	78558647	XHG
Registration Number:	3108834	LEADING THE ETHANOL INDUSTRY
Serial Number:	78528710	BPX
Serial Number:	78528707	BROIN PROJECT X
Serial Number:	78726434	ETHANOL EXPRESS
Serial Number:	78806753	BEYOND ETHANOL
Registration Number:	3154182	ETHANOL. BIOREFINING. LEADING THE REVOLUTION.
Serial Number:	77050028	LIBERTY
Registration Number:	3062557	

CORRESPONDENCE DATA

OP \$290.00 2810597

Fax Number: (918)599-6396
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 918-592-9871
Email: debra.pascoe@crowedunlevy.com
Correspondent Name: Debra L. Pascoe, CP, Crowe & Dunlevy
Address Line 1: 321 South Boston Avenue
Address Line 2: Suite 500
Address Line 4: Tulsa, OKLAHOMA 74103

ATTORNEY DOCKET NUMBER:	07444-00405(1)
NAME OF SUBMITTER:	Debra L. Pascoe, CP, Crowe & Dunlevy
Signature:	/Debra L. Pascoe, CP/
Date:	01/02/2007

Total Attachments: 3

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**SECURITY AGREEMENT / NOTICE OF SECURITY INTEREST
(TRADEMARKS)
(Broin and Associates, Inc.)**

WHEREAS, BROIN AND ASSOCIATES, INC., a South Dakota corporation, has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the annexed Schedule 1A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office, as more fully set forth on Schedule 1A (the "Trademarks");

WHEREAS, pursuant to the Credit Agreement dated as of December 28, 2006 (such agreement, as amended, restated, supplemented or otherwise modified from time to time, being hereinafter referred to as the "Credit Agreement") among Broin Companies, LLC, a South Dakota limited liability company (the "Borrower"), and the financial institutions from time to time party thereto (each a "Lender" and collectively, the "Lenders") and Bank of Oklahoma, National Association (in its individual capacity, "BOK"), as Administrative Agent (in such capacity, together with any successor in such capacity, the "Administrative Agent") have agreed to make extensions of credit to the Borrowers upon the terms and subject to the conditions set forth therein;

WHEREAS, Broin and Associates, Inc., has entered into a Security Agreement dated as of December 28, 2006 (the "Security Agreement"), in favor of the Administrative Agent;


WHEREAS, pursuant to the Security Agreement, Broin and Associates, Inc., has granted to the Administrative Agent for the benefit of the Lenders a continuing security interest in all right, title and interest of Broin and Associates, Inc., in, to and under the Trademarks, together with, among other things, the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Obligations (as defined in the Security Agreement);

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Broin and Associates, Inc., as collateral security for the full and complete payment and performance when due of the Obligations, hereby grants to the Administrative Agent for the benefit of the Lenders, a continuing security interest in the Collateral to secure the prompt payment, performance and for the benefit of itself and the lenders observance of the Obligations.

Broin and Associates, Inc., does hereby further acknowledge and affirm that the rights and remedies of the Administrative Agent with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

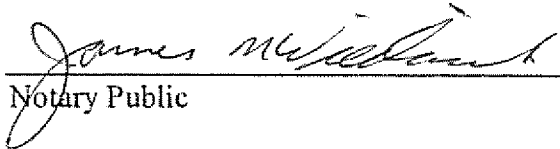
IN WITNESS WHEREOF, Broin and Associates, Inc., has caused this Instrument to be duly executed by its officer thereunto duly authorized as of December 28, 2006.

BROIN AND ASSOCIATES, INC., a South Dakota corporation

By 
Jeff Broin, President

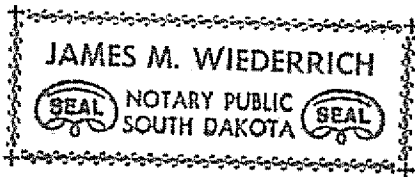
STATE OF SOUTH DAKOTA)
)ss.:
COUNTY OF MINNEHAHA)

On this 28th day of December, 2006, before me personally came Jeff Broin, to me known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that he is the President of Broin and Associates, Inc., a South Dakota corporation, and that he executed the foregoing instrument in the firm name of Broin and Associates, Inc., and that he had authority to sign the same, and he acknowledged to me that he executed the same as the act and deed of said firm for the uses and purposes therein mentioned.


Notary Public

My commission # _____ expires:

My Commission Expires June 12, 2010



SCHEDULE 1A TO SECURITY AGREEMENT / NOTICE OF SECURITY INTEREST

(Trademarks and Trademark Applications)

Owned by Broin and Associates, Inc.

File Number	Mark	Ser. / Regis. No.	Filing / Regis. Date	Status
30315	Design of droplet	3062557	28-Feb-06	Section 8 due by 2/28/12
22-0164(A)	BROIN	2810597	3-Feb-04	Section 8 due by 2/3/10
30787	BFRAC	78/662971	1-Jul-05	Published 10/3/2006
30429	XHG	78/558647	2-Feb-05	NOA issued 08-15-06
30197	LEADING THE ETHANOL INDUSTRY	3108834	27-Jun-06	Section 8 due by 6/27/12
30199	BPX	78/528710	7-Dec-04	NOA issued 09-5-06
30196	BROIN PROJECT X	78/528707	7-Dec-04	NOA issued 6-27-06
29868	ETHANOL EXPRESS (IC 41)	78/726434	4-Oct-05	SOU filed
31269	BEYOND ETHANOL	78/806753	3-Feb-06	Published 12/12/06
	ETHANOL. BIOREFINING. LEADING THE REVOLUTION.	3154182	10-Oct-06	Section 8 due by 10/10/12
	Liberty	77/050028	22-Nov-06	Filed