

# TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Shop Vac Corporation		12/17/2002	CORPORATION: NEW JERSEY
RECEIVING PARTY DATA			
Name:	Wachovia Bank, National Association, as Administrative Agent		
Street Address:	201 South College Street		
Internal Address:	CP-8		
City:	Charlotte		
State/Country:	NORTH CAROLINA		
Postal Code:	28288		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Serial Number:	77022561	SHOP PAC BY SHOP·VAC BRAND 5.5 PEAK HP	
Serial Number:	77014876	UPLITE	
Serial Number:	77014880	UP-LITE	
Serial Number:	77014881	UP.LITE	
Serial Number:	77025618	SVC	
CORRESPONDENCE DATA			
Fax Number:	(919)416-8363		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	9192868041		
Email:	pto_tmconfirmation@mvalaw.com		
Correspondent Name:	Moore & Van Allen PLLC		
Address Line 1:	430 Davis Drive		
Address Line 2:	Suite 500		
Address Line 4:	Morrisville, NORTH CAROLINA 27560		

OP \$140.00 77022561

900068742

**TRADEMARK**  
 REEL: 003476 FRAME: 0234

ATTORNEY DOCKET NUMBER:	512485.1088NTSHOPVACJES
NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/
Date:	02/07/2007
<b>Total Attachments: 4</b> source=6NGSI-T SHOP VAC CORP#page1.tif source=6NGSI-T SHOP VAC CORP#page2.tif source=6NGSI-T SHOP VAC CORP#page3.tif source=6NGSI-T SHOP VAC CORP#page4.tif	

NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of December 17, 2002 (the "Security Agreement") by and among the Obligors thereto (each an "Obligor" and collectively, the "Obligors") and Wachovia Bank, National Association, as Administrative Agent (the "Administrative Agent") for the lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademark applications shown below to the Administrative Agent for the ratable benefit of the Lenders:


TRADEMARK APPLICATIONS

See attached Schedule A.

The Obligors and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark application.

Very truly yours,

SHOP VAC CORPORATION,  
a New Jersey corporation

By:   
Name: David A. Grill  
Title: Senior Vice President and  
Chief Financial Officer

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,  
as Administrative Agent

By: \_\_\_\_\_  
Name: Richard E. Anglin, III  
Title: Vice President

The Obligors and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark application.

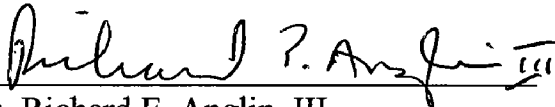
Very truly yours,

SHOP VAC CORPORATION,  
a New Jersey corporation

By: \_\_\_\_\_  
Name: David A. Grill  
Title: Senior Vice President and  
Chief Financial Officer

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,  
as Administrative Agent

By:   
Name: Richard E. Anglin, III  
Title: Vice President

**Schedule A**

**Shop Vac Corporation  
(New Jersey Corporation)**

**U.S. Trademarks**

**Pending Applications**

<b>Mark</b>	<b>Application No.</b>	<b>Filing Date</b>
SHOP PAC LOGO	77022561	10/17/06
UPLITE	77014876	10/05/06
UP-LITE	77014880	10/05/06
UP-LITE	77014881	10/05/06
SVC	77025618	10/20/06