

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

02-16-2007

DEPARTMENT OF COMMERCE
Patent and Trademark Office

Re
2-13-07

**RECORDATION F
TRADEMARK**



103373470

To the Director of the U. S. Patent and Trademark Office: PI

Address(es) below.

1. Name of conveying party(ies):
Weems Industries, Inc.

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

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies) Yes No

Additional names, addresses, or citizenship attached? Yes No

Name: Wells Fargo Bank, National Association
Internal
Address: _____
Street Address: Sixth & Marquette Avenue
City: Minneapolis
State: MN
Country: USA Zip: 55479

Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship _____
 Other Assn. Banking 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)

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

Execution Date(s) Jan. 18, 2007

Assignment Merger
 Security Agreement Change of Name
 Other _____

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) _____

See Annex 1 attached hereto

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: Mark Klos
Internal Address: Maslon Law Office
3300 Wells Fargo Center
Street Address: 90 South 7th Street
City: Minneapolis
State: MN Zip: 55402
Phone Number: 612-672-8346
Fax Number: _____
Email Address: Mark. Klos@Maslon.com

6. Total number of applications and registrations involved: 7

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 280.00

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: Paula Neugent 1/26/07 Date

PAULA NEUGENT Signature
Name of Person Signing

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

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

UNITED STATES ISSUED TRADEMARKS, SERVICE MARKS

REGISTRATIONS

| <u>Mark</u> | <u>Registration Number</u> | <u>Registration Date</u> |
|-------------|----------------------------|--------------------------|
| WORK FORCE | 2,659,869 | 12/10/2002 |
| WORK FORCE | 2,637,874 | 10/22/2002 |
| OilValve | 1,805,627 | 11/16/1993 |

APPLICATIONS

| <u>Mark</u> | <u>Serial Number</u> | <u>Filing Date</u> |
|-------------|----------------------|--------------------|
| FLEXILLA | 77/009,969 | 9/28/2006 |
| ColorConnex | 78/948,806 | 8/9/2006 |
| Gas Saver | 78/898,420 | 6/1/2006 |
| WORK FORCE | 78/704/304 | 8/31/2005 |

UNREGISTERED MARKS

PORTA-HEAT
MEGA BOOST
MEGA LUBE
MEGA POWER
MEGA FLOW
MEGA GUN



02-01-2007



103869005

1/29/07

To the Director of the U. S. Patent and Trademark Office

Documents or the new address(es) below.

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Weems Industries, Inc.

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

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See Annex 1 attached hereto

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01/31/2007 DBYNE 00000020 2659869 40.00 DP 150.00 DP

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NOTICE OF SECURITY INTEREST IN U.S. TRADEMARKS

Notice is hereby given that **WEEMS INDUSTRIES, INC.**, an Iowa corporation ("**Debtor**"), with its principal place of business at 6281 North Gateway Drive, Marion, Iowa 52302, United States, has granted a security interest to **WELLS FARGO BANK, NATIONAL ASSOCIATION**, a national banking association ("**Secured Party**"), with its principal place of business at 6th Street and Marquette Avenue, Minneapolis, Minnesota 55479, United States, in and to all of the Trademarks listed on *Annex 1* and the applications and registrations associated therewith, pursuant to that certain Amended and Restated Credit and Security Agreement and that certain Patent and Trademark Security Agreement, each between Debtor and Secured Party and dated January 18, 2007.

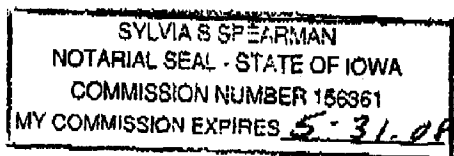
Dated January 18, 2007

WEEMS INDUSTRIES, INC.

By: *James M. Weems*
James M. Weems
Its Chief Executive Officer

STATE OF IOWA)
) SS.
COUNTY OF LINN)

On this 18TH day of January, 2007, before me personally came James M. Weems, who being duly sworn did depose and say that he is an officer of Weems Industries, Inc., the corporation described in and which executed the foregoing instrument.



Sylvia S. Spearman
NOTARY PUBLIC

502374.1

v1 #6(b)

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