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
Fifth Street Mezzanine Partners III, L.P.		01/02/2008	LIMITED PARTNERSHIP: DELAWARE

RECEIVING PARTY DATA

Name:	Fifth Street Finance Corp.
Street Address:	445 Hamilton Avenue
Internal Address:	Suite 1206
City:	White Plains
State/Country:	NEW YORK
Postal Code:	10601
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 132

Property Type	Number	Word Mark
Registration Number:	2239047	A FULLER LIFE
Registration Number:	2017480	APPEARANCE
Registration Number:	2017464	APPEARANCE 2000
Registration Number:	2017463	APPEARANCE PLUS
Registration Number:	1842237	AURORA
Registration Number:	0520726	BRISTLECOMB
Registration Number:	2354552	BULLY
Registration Number:	2356640	BULLY BRUSH
Registration Number:	2229901	CHEKIT
Registration Number:	0724640	CLEARINSE
Registration Number:	0944403	CONQUEST
Registration Number:	1232445	CROSS LINK II
Registration Number:	2244761	D.C.W.

OP $3315.00 2239047

Registration Number:	1012766	DE-FENSE
Registration Number:	1343722	
Registration Number:	1179745	DISAPPEAR
Registration Number:	0692208	DUST MAGNET
Registration Number:	2356641	EXTENDER
Registration Number:	1664657	FINALE
Registration Number:	0662918	FORMULA 900
Registration Number:	1228084	FOUNDATION
Registration Number:	2504830	FRANKLIN CLEANING TECHNOLOGY
Registration Number:	0558216	FRANKLIN'S
Registration Number:	0558254	FRANKLIN'S
Registration Number:	1265551	FRIENDLY AIR
Registration Number:	0587665	FUL-AIRE
Registration Number:	0623314	FULBRITE
Registration Number:	1185396	FULL FRESH
Registration Number:	0572027	FULLANCHOR
Registration Number:	0627987	FULLCLEAN
Registration Number:	0623313	FULLDUTY
Registration Number:	1402725	FULLER
Registration Number:	0527098	FULLER
Registration Number:	0539836	FULLER
Registration Number:	0528990	FULLER
Registration Number:	0531093	FULLER
Registration Number:	0815837	FULLER
Registration Number:	0815704	FULLER
Registration Number:	0815666	FULLER
Registration Number:	0815675	FULLER
Registration Number:	0815805	FULLER
Registration Number:	0815939	FULLER
Registration Number:	2756149	FULLER BRUSH
Registration Number:	2866580	FULLER BRUSH
Registration Number:	2866581	FULLER BRUSH
Registration Number:	0531868	FULLERGRIPT
Registration Number:	1006113	FULLGUARD
Registration Number:	1201693	FULLPOWER

Registration Number:	1202476	FULLSCRUB
Registration Number:	0877570	FULLSHEEN
Registration Number:	0774321	FULLSPARKLE
Registration Number:	0724324	FULLSPEED
Registration Number:	1409127	FULLSTRIP
Registration Number:	1513296	FULLSUDS
Registration Number:	1227091	FULLSUDS
Registration Number:	0622918	FUL-LUBE
Registration Number:	0629336	FUL-SCAT
Registration Number:	0622830	FULSOL
Registration Number:	0507711	GLISSENITE
Registration Number:	1253524	G-O-E-S
Registration Number:	0786981	GRAND-PRIX
Registration Number:	1728818	GUARANTEE
Registration Number:	1250131	HACK-IT
Registration Number:	1320263	HARDWEAR
Registration Number:	0727110	HETRAPHENE
Registration Number:	1824035	HI-GENIC
Registration Number:	2239082	HOUSE OF FULLER
Registration Number:	2239083	HOUSE OF FULLER
Registration Number:	2261266	HOUSE OF FULLER
Registration Number:	1873532	LIGHTNING BLEND SYSTEM
Registration Number:	1340805	LUSTREBRUSH
Registration Number:	2376619	MASURY+COLUMBIA
Registration Number:	2277874	MINI-MOVER
Registration Number:	1320299	MIRAGE
Registration Number:	2277875	MISER
Registration Number:	0392336	MOHAWK
Registration Number:	0710398	MYCO
Registration Number:	0710703	MYCO
Registration Number:	0406901	MYCO TRAZSEAL
Registration Number:	0371700	MYCOBRITE
Registration Number:	1955247	NATURE'S CHOICE
Registration Number:	1824822	NATURE'S CHOICE
Registration Number:	1912157	NATURE'S CHOICE

Registration Number:	1132521	NO MATCH
Registration Number:	2234840	NOVA
Registration Number:	2111990	OCEANESCE
Registration Number:	1106989	ODOR-SHIELD
Registration Number:	1251386	OUT-STRIP
Registration Number:	0973167	PARAGON
Registration Number:	2167516	PERFORMANCE
Registration Number:	2181513	PREPARE
Registration Number:	2032668	QUASAR
Registration Number:	1320300	REACT
Registration Number:	0662096	RESTORIT
Registration Number:	2179598	RINSE AWAY
Registration Number:	3078971	
Registration Number:	1089494	SENTINEL
Registration Number:	1071249	SEVENTY-7
Registration Number:	1171927	SHAKEDOWN
Registration Number:	0295027	SPEED WAX
Registration Number:	0306611	SPEEDSOPE
Registration Number:	0826537	SPRAY 'N SPARKLE
Registration Number:	0719769	SPRING DAY
Registration Number:	2086503	T.E.T.
Registration Number:	2121199	HEALTH SALUD REACTIVITY REACTIVIDAD FLAMMABILITY INFLAMMABLIDAD
Registration Number:	2880758	THE FULLER BRUSH COMPANY
Registration Number:	2896619	THE FULLER BRUSH COMPANY
Registration Number:	2864212	THE FULLER BRUSH COMPANY
Registration Number:	0762879	TIARA
Registration Number:	1279533	TIME-OUT
Registration Number:	2787630	TRUMIX
Registration Number:	2748964	TRUMIX
Registration Number:	2754517	TRUMIX
Registration Number:	1695173	UNIPOUR
Registration Number:	2231161	X-TRACT 320
Registration Number:	2004362	X-TRAX
Registration Number:	2386614	SOFTHAIR

Registration Number:	1763900	A & B
Registration Number:	1616329	BIPAK
Registration Number:	1530413	REDI-CHEM
Registration Number:	1232410	A
Registration Number:	1232409	B
Registration Number:	1224732	HANDI-CHEM
Registration Number:	1224731	AUTEX
Registration Number:	2336172	REDI-EASE
Registration Number:	1267485	TREPAN
Registration Number:	1260705	TRELUX
Registration Number:	1635037	PRS
Registration Number:	1210340	CPAC, INC.
Registration Number:	1224018	SILVPAC
Registration Number:	1552735	PERFECTVIEW
Registration Number:	2521307	LUMINOSA

CORRESPONDENCE DATA

Fax Number: (312)977-4405

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 3129774400

Email: nedebaun@uhlaw.com

Correspondent Name: Nathan E. DeBaun

Address Line 1: 70 West Madison

Address Line 2: 3500 Three First National Plaza

Address Line 4: Chicago, ILLINOIS 60602

ATTORNEY DOCKET NUMBER:	1002668-0001
NAME OF SUBMITTER:	Nathan E. DeBaun
Signature:	/Nathan E. DeBaun/
Date:	02/28/2008

Total Attachments: 3

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Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"FIFTH STREET MEZZANINE PARTNERS III, L.P.", A DELAWARE LIMITED PARTNERSHIP,

WITH AND INTO "FIFTH STREET FINANCE CORP." UNDER THE NAME OF "FIFTH STREET FINANCE CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SECOND DAY OF JANUARY, A.D. 2008, AT 3:37 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

4269841 8100M

AUTHENTICATION: 6279520

080002991

DATE: 01-02-08

You may verify this certificate online at corp.delaware.gov/authver.shtml

State of Delaware
Secretary of State
Division of Corporations
Delivered 03:27 PM 01/02/2008
FILED 03:37 PM 01/02/2008
SRV 080002991 - 4269841 FILE

CERTIFICATE OF MERGER
OF
FIFTH STREET MEZZANINE PARTNERS III, L.P.
(a Delaware limited partnership)
WITH AND INTO
FIFTH STREET FINANCE CORP.
(a Delaware corporation)

Pursuant to the provisions of Section 263 of the General Corporation Law of the State of Delaware (the "DGCL") and Section 17-211 of the Delaware Revised Uniform Limited Partnership Act (the "DRULPA"), the undersigned hereby submits the following Certificate of Merger for filing and certifies that:

FIRST: The names of the parties to the merger (the "Constituent Entities") are FIFTH STREET MEZZANINE PARTNERS III, L.P., a limited partnership formed and existing under the laws of the State of Delaware (the "Partnership"), and FIFTH STREET FINANCE CORP., a corporation incorporated and existing under the laws of the State of Delaware (the "Corporation"). The jurisdiction of domicile, formation or organization of each of the Constituent Entities is the State of Delaware.

SECOND: An agreement and plan of merger by and between the Partnership and the Corporation (the "Agreement"), has been approved, adopted, certified, executed and acknowledged by each of the Constituent Entities in accordance with the requirements of Sections 228 and 263(c) of the DGCL and Section 17-211 of the DRULPA.

THIRD: The name of the surviving corporation (the "Surviving Corporation") is Fifth Street Finance Corp.

FOURTH: The certificate of incorporation of the Corporation in effect immediately prior to the merger shall be the certificate of incorporation of the Surviving Corporation.

FIFTH: The executed Agreement is on file at the principal place of business of the Surviving Corporation at Fifth Street Finance Corp., White Plains Plaza, 445 Hamilton Avenue, Suite 1206, White Plains, NY 10601.

SIXTH: A copy of the executed Agreement will be furnished by the Surviving Corporation, on request and without cost, to any partner of the Partnership, any stockholder of the Surviving Corporation, or any person holding an interest in the Constituent Entities.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the Surviving Corporation has caused this Certificate of Merger to be signed by its authorized officer on the 27th day of January, 2008.

FIFTH STREET FINANCE CORP.

By: _____

Name: Bernard D. Berman

Title: Executive Vice President and Secretary