

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
PHILLIPS & TEMRO INDUSTRIES INC.		10/13/2010	CORPORATION: NORTH DAKOTA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	JPMORGAN CHASE BANK, N.A.		
<b>Street Address:</b>	225 SOUTH SIXTH STREET		
<b>Internal Address:</b>	SUITE 2560		
<b>City:</b>	MINNEAPOLIS		
<b>State/Country:</b>	MINNESOTA		
<b>Postal Code:</b>	55402		
<b>Entity Type:</b>	national banking association:		
<b>PROPERTY NUMBERS Total: 9</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	3232667	CAB POWER	
Registration Number:	2392455	CAB POWER	
Registration Number:	1357626	COWL	
Registration Number:	2361419	EM	
Registration Number:	2361707	EM PRODUCTS	
Registration Number:	1321505	HEAT-MAGNET	
Registration Number:	2115082	PHILLIPS & TEMRO	
Registration Number:	819039	ZERO START	
Registration Number:	670862	ZERO-START	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(612)977-8650		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			

**CH \$240.00 3232667**

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ATTORNEY DOCKET NUMBER:	34870.43
NAME OF SUBMITTER:	Sarah Edstrom Smith, Esq.
Signature:	/SARAH EDSTROM SMITH, ESQ./
Date:	11/01/2010
Total Attachments: 3 source=Trademark Notice#page1.tif source=Trademark Notice#page2.tif source=Trademark Notice#page3.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 October 13, 2010 (as the same may hereafter be amended, modified, extended or restated from time to time, the "Security Agreement") from PHILLIPS & TEMRO INDUSTRIES INC., a North Dakota corporation ("Borrower") in favor of JPMORGAN CHASE BANK, N.A., a national banking association (the "Bank"), the Borrower has granted to the Bank a continuing security interest in and continuing lien upon, among other things, the trademarks shown below:


No.	Mark	Appln. No.	Filed	Regn. No.	Registered	Status	Owner
1.	CAB POWER	78/747,405	11/4/05	3,232,667	04/24/07	Registered	Phillips & Temro Industries, Inc.
2.	CAB POWER	75/808,868	09/23/99	2,392,455	10/03/00	Registered	Phillips & Temro Industries, Inc.
3.	COWL	73/459,178	12/30/83	1,357,626	09/03/85	Registered	Phillips & Temro Industries, Inc.
4.	EM (Stylized)	75/546,231	09/01/98	2,361,419	06/27/00	Registered	Phillips & Temro Industries, Inc.
5.	EM PRODUCTS	75/626,647	01/19/99	2,361,707	06/27/00	Registered	Phillips & Temro Industries, Inc.
6.	HEAT-MAGNET	73/414,553	02/22/83	1,321,505	02/19/85	Registered	Phillips & Temro Industries, Inc.
7.	PHILLIPS & TEMRO	75/010,120	10/13/95	2,115,082	11/25/97	Registered	Phillips & Temro Industries, Inc.
8.	ZERO START	72/209,725	01/11/65	819,039	11/22/66	Registered	Phillips & Temro Industries, Inc.
9.	ZERO-START	72/043,339	01/02/58	670,862	12/09/58	Registered	Phillips & Temro Industries, Inc.

The Borrower and Bank hereby acknowledge and agree that the security interest in the foregoing trademarks (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.

[SIGNATURE PAGE FOLLOWS]

Dated as of October 13, 2010.

PHILLIPS & TEMRO INDUSTRIES INC.  
a North Dakota corporation

By:   
Name: Michael Ramsay  
Title: Chief Financial Officer

Acknowledged and accepted:

JPMORGAN CHASE BANK, N.A.  
a national banking association

By: \_\_\_\_\_  
Name: Christine D. Kobold  
Title: Vice President

SIGNATURE PAGE TO NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

Dated as of October 13, 2010.

PHILLIPS & TEMRO INDUSTRIES INC.  
a North Dakota corporation

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Acknowledged and accepted:

JPMORGAN CHASE BANK, N.A.  
a national banking association

By: *C. Kobold*  
Name: Christine D. Kobold  
Title: Vice President

SIGNATURE PAGE TO NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS