

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
PHILLIPS & TEMRO INDUSTRIES INC.		10/13/2010	CORPORATION: NORTH DAKOTA

RECEIVING PARTY DATA

Name:	CHASE CAPITAL CORPORATION, as Administrative Agent
Street Address:	10 S. Dearborn St., 19th Floor
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60603
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
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:	0819039	ZERO START
Registration Number:	0670862	ZERO-START

CORRESPONDENCE DATA

Fax Number: (312)863-7806
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
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 Email: nancy.brougher@goldbergekohn.com

900177069

TRADEMARK
REEL: 004412 FRAME: 0144

OP \$240.00 3232667

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ATTORNEY DOCKET NUMBER:	1075.178
NAME OF SUBMITTER:	Nancy Brougher
Signature:	/njb/
Date:	11/10/2010

Total Attachments: 3
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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 CHASE CAPITAL CORPORATION, as administrative agent (the "Administrative Agent") for benefit of certain lenders (the "Lenders"), the Borrower has granted to the Administrative Agent, for the benefit of the Administrative Agent and the Lenders, 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 the Administrative Agent 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:

CHASE CAPITAL CORPORATION,
as Administrative Agent

By: _____
Name: _____
Title: _____

Dated as of October 13, 2010.

PHILLIPS & TEMRO INDUSTRIES INC.
a North Dakota corporation

By: _____
Name: _____
Title: _____

Acknowledged and accepted:

CHASE CAPITAL CORPORATION,
as Administrative Agent

By: William E. Wilkerson
Name: William E. Wilkerson
Title: President