

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
A. J. Rose Mfg. Co.		05/31/2011	CORPORATION: OHIO
RECEIVING PARTY DATA			
Name:	PNC Bank, National Association		
Street Address:	500 First Avenue		
Internal Address:	Commercial Loan Services Center/DCC		
City:	Pittsburgh		
State/Country:	PENNSYLVANIA		
Postal Code:	15219		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3063172	A.J. ROSE MANUFACTURING CO.	
Registration Number:	3112686	HEADMASTER	
CORRESPONDENCE DATA			
Fax Number:	(216)363-4588		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	216.363.4635		
Email:	trademark@beneschlaw.com		
Correspondent Name:	Luis A. Carrion		
Address Line 1:	Benesch Friedlander Coplan & Aronoff LLP		
Address Line 2:	200 Public Square, Suite 2300		
Address Line 4:	Cleveland, OHIO 44114		
ATTORNEY DOCKET NUMBER:	34378-2(2)		
NAME OF SUBMITTER:	Luis A. Carrion		
Signature:	/Luis A. Carrion/		

OP \$65.00 3063172

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Date:

06/08/2011

Total Attachments: 4

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NOTICE OF SECURITY INTEREST

A. J. ROSE MFG. CO., an Ohio corporation (together with its successors and assigns, "Pledgor"), and PNC BANK, NATIONAL ASSOCIATION ("Agent") as agent for the financial institutions which are now or which hereafter become a party to a certain Amended and Restated Credit and Security Agreement dated as of May 31, 2011 (the "Credit Agreement"), which such Credit Agreement amends and restates that certain Credit and Security Agreement dated as of June 14, 2005 between Pledgor and Agent, successor to National City Bank ("NCB") and successor to National City Business Credit ("NCNC") (the "Original Credit Agreement").

WHEREAS, in connection with the Original Credit Agreement, Pledgor and Agent, successor to NCB and successor to NCBC, entered into that certain Patent Assignment and Security Agreement dated as of June 14, 2005 (the "IP Security Agreement");

WHEREAS, Pledgor owns certain rights, title and interest in and to certain Patent Collateral (as defined in the IP Security Agreement), including the Patent Collateral listed on the annexed Schedule A attached hereto; and

WHEREAS, Pledgor has granted Agent a security interest as set forth in the IP Security Agreement in and to, among other things, all right, title and interest of Pledgor in the Patent Collateral, to secure the payment, performance and observance of certain obligations defined in the IP Security Agreement.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Pledgor does hereby reaffirm its grant to Agent of a security interest in the Patent Collateral to secure the prompt payment, performance and observance of the obligations defined in the IP Security Agreement.

Agent does hereby further acknowledge and affirm that the rights and remedies of Agent with respect to the security interest in the Patent Collateral made and granted hereby are more fully set forth in the IP Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

Signature Page Follows

IN WITNESS WHEREOF, the parties hereto have duly executed this Notice of Security Interest this 31st, day of MAY, 2011.

PLEDGOR

A. J. ROSE MFG. CO., an Ohio Ohio corporation

By: [Signature]
Name: Douglas E. Krzywicki
Title: Chief Financial Officer

AGENT

PNC BANK, NATIONAL ASSOCIATION, as Agent and as a lender

By: _____
Print Name: _____
Title: _____

STATE OF Ohio)
COUNTY OF Cuyahoga) SS:

On this 31st day of May, 2011, before me, a Notary Public, personally appeared Douglas E. Krzywicki, who acknowledged himself to be acting on behalf of A. J. ROSE MFG. CO., an Ohio corporation, and that he, being duly authorized to do so, executed the foregoing Notice of Security Interest for the purposes therein contained by signing his name as such on behalf of Pledgor.

[Signature]
Notary Public
My Commission Expires:

Mary Jo Ann Williams
Notary Public, State of Ohio
Recorded in Lorain County
My Comm. Expires 04-28-14

STATE OF _____)
COUNTY OF _____) SS:

On this ___ day of _____, 2011, before me, a Notary Public, personally appeared _____, who acknowledged himself to be acting on behalf of PNC BANK, NATIONAL ASSOCIATION and that he, being authorized to do so, executed the Notice of Security Interest for the purposes therein contained by signing his name as such on behalf of Agent.

Notary Public
My Commission Expires:

[Signature/Notary Page to Notice of Security Interest – AJ Rose]

IN WITNESS WHEREOF, the parties hereto have duly executed this Notice of Security Interest this 31st, day of MAY, 2011.

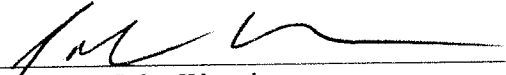
PLEDGOR

A. J. ROSE MFG. CO., an Ohio Ohio corporation

By: _____
Name: Douglas E. Krzywicki
Title: Chief Financial Officer

AGENT

PNC BANK, NATIONAL ASSOCIATION, as Agent and as a lender

By: 
Print Name: John Wenzinger
Title: Vice President

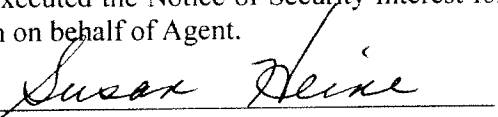
STATE OF _____)
) SS:
COUNTY OF _____)

On this ____ day of _____, 2011, before me, a Notary Public, personally appeared Douglas E. Krzywicki, who acknowledged himself to be acting on behalf of A. J. ROSE MFG. CO., an Ohio corporation, and that he, being duly authorized to do so, executed the foregoing Notice of Security Interest for the purposes therein contained by signing his name as such on behalf of Pledgor.

Notary Public
My Commission Expires:

STATE OF OHIO)
) SS:
COUNTY OF CUYAHOGA)

On this 31 day of May, 2011, before me, a Notary Public, personally appeared John Wenzinger, who acknowledged himself to be acting on behalf of PNC BANK, NATIONAL ASSOCIATION and that he, being authorized to do so, executed the Notice of Security Interest for the purposes therein contained by signing his name as such on behalf of Agent.



Notary Public
My Commission Expires:




Susan Heine
Notary Public, State of Ohio
My Commission Expires **Sept. 24, 2012**

TRADEMARK

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SCHEDULE A
TO
NOTICE OF SECURITY INTEREST

Trademarks

Mark	Country	Serial	Filed	Reg. No.	Reg. Date
	USA	78572396	2/22/05	3063172	2/28/06
HEADMASTER	USA	78375407	2/27/04	3112686	7/4/06

Patents

Title	Country	Serial	Filed	Reg. No.	Issue Date
Method of forming a hub with a blind bore	USA	09843483	4/26/01	6427329	8/6/02
Signal wheel	USA	10034272	12/27/01	6642709	11/4/03
One-piece field core shield	USA	10037546	10/22/01	6731043	5/4/04
Tone wheel	USA	29163646	7/10/02	D476931	7/8/03
Tone wheel	USA	29166390	8/27/02	D476932	7/8/03
Clutch and method of manufacturing rotor thereof*	USA	10374529	2/27/03	6837355	1/4/05
Blind bore hub and method of forming	USA	09843482	4/26/01	6598443	7/29/03
Clutch and Method of Manufacturing Rotor Thereof	Japan	2002-53514			

*Co-owned by Denso Corporation, Michigan Automotive Compressor, Inc. and A.J. Rose Mfg. Co.