

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

To the director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

Hamilton Beach Brands, Inc.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Limited Liability Company

Citizenship: DE
Execution Date(s) May 31, 2012

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other

2. Name and address of receiving party(ies)

- Yes
- No

Additional names, addresses, or citizenship attached?
Name: Wells Fargo Bank, National Association

Internal Address:

Street Address: 100 Park Avenue, 14th Floor

City: New York

State: NY

Country: USA Zip: 10017

Association Citizenship: USA

- General Partnership Citizenship:
- Limited Partnership Citizenship:
- Corporation Citizenship:
- Other ___ 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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) See Attached Schedule I

B. Trademark Registration No.(s) See Attached Schedule I

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: Susan O'Brien

Internal Address: CT Lien Solutions

Street Address: 187 Wolf Road, Suite 101

City: Albany

State: NY Zip: 12205

Phone Number: 800-342-3676

Fax Number: 800-962-7049

Email Address: cls-udsalbany@wolterskluwer.com

6. Total number of applications and registrations involved:

80 US Marks

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$2015.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers 1640
Expiration Date 10/13

b. Deposit Account Number
Authorized User Name:

9. Signature:

Kareem Ansley
Signature

June 4, 2012
Date

Total number of pages including cover sheet, attachments, and document: 19

Kareem Ansley
Name of Person Signing

Documents to be recorded (including cover sheet) should be faxed to (703) 306-6895, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

OP \$2015.00 85467965

SCHEDULE I
to
TRADEMARK SECURITY AGREEMENT

Trademark Registrations/Applications

No.	Trademark	Serial No.	Date Filed	Reg. No.	Reg. Date	Status	Owner
1.	THE SCOOP	85/467,965	11/9/2011			Pending	Hamilton Beach Brands, Inc.
2.	Miscellaneous Design (Food & Beverage Blender Design)	77176523	5/9/07			Abandoned	Hamilton Beach Brands, Inc.
3.	JUICIT	71397244	9/9/37	353979	1/25/38	Registered	Hamilton Beach Brands, Inc.
4.	HAMILTON BEACH	71/543,362	10/07/1947	512,451	07/19/1949	Registered	Hamilton Beach Brands, Inc.
5.	PROCTOR SILEX	72338005	9/16/69	902528	11/17/70	Registered	Hamilton Beach Brands, Inc.
6.	HAMILTON BEACH	72/373,952	10/21/1970	930,463	03/07/1972	Registered	Hamilton Beach Brands, Inc.
7.	HAMILTON BEACH	72/373,951	10/21/1970	943,562	09/26/1972	Registered	Hamilton Beach Brands, Inc.
8.	MEAL MAKER	73143753	10/5/77	1104277	10/17/78	Registered	Hamilton Beach Brands, Inc.
9.	DRINK MASTER	73/370,275	06/18/1982	1,250,170	09/06/1983	Registered	Hamilton Beach Brands, Inc.
10.	PUB SCRUB	73/580,358	1/31/1986	1,410,163	9/23/1986	Registered	Hamilton Beach/Proctor-Silex Inc.
11.	PROCTOR SILEX	74016709	1/5/90	1638655	4/2/91	Registered	Hamilton Beach Brands, Inc.
12.	MORNING MAKER	74427539	8/19/93	1839331	6/14/94	Registered	Hamilton Beach Brands, Inc.
13.	SMARTTOAST	74/610,172	10/7/1994	1,971,028	4/30/1996	Registered	Hamilton Beach Brands, Inc.
14.	BAGEL SMART	74/634,207	02/14/1995	2,057,983	04/29/1997	Registered	Hamilton Beach Brands, Inc.
15.	BLENDMASTER	74/645,105	03/06/1995	2,172,105	07/14/1998	Registered	Hamilton Beach Brands, Inc.
16.	HEALTHSMART	75547881	9/3/98	2325612	3/7/00	Registered	Hamilton Beach Brands, Inc.
17.	SET & FORGET	75/451,730	3/17/1998	2,369,191	7/18/2000	Registered	Hamilton Beach Brands, Inc.
18.	MEAL MAKER EXPRESS	75980048	9/28/98	2452205	5/15/01	Registered	Hamilton Beach Brands, Inc.
19.	ICE SABRE	75867587	12/9/99	2559714	4/9/02	Registered	Hamilton Beach Brands, Inc.
20.	SOFT GRIP	75/907,167	2/1/2000	2,560,566	4/9/2002	Registered	Hamilton Beach Brands, Inc.

CLJ-1988912v1

TRADEMARK
REEL: 004798 FRAME: 0864

No.	Trademark	Serial No.	Date Filed	Reg. No.	Reg. Date	Status	Owner
21.	HAMILTON BEACH	75/897,713	01/18/2000	2,562,344	04/16/2002	Registered	Hamilton Beach Brands, Inc.
22.	Miscellaneous Design (Color Blue)	7675725	6/21/00	2590052	7/2/02	Registered	Hamilton Beach Brands, Inc.
23.	ODORSMART	76085783	7/10/00	2598952	7/23/02	Registered	Hamilton Beach Brands, Inc.
24.	MIXMATE	76157193	10/31/00	2611823	8/27/02	Registered	Hamilton Beach Brands, Inc.
25.	PROCTOR- SILEX	75644297	2/19/99	2613022	8/27/02	Registered	Hamilton Beach Brands, Inc.
26.	EASYFILL	76/085,784	07/10/2000	2,626,065	9/24/2002	Registered	Hamilton Beach Brands, Inc.
27.	SURE REST	76/093,217	7/20/2000	2,632,717	10/8/2002	Registered	Hamilton Beach Brands, Inc.
28.	SURELOC	75/867,588	10/9/1999	2,660,023	12/10/2002	Registered	Hamilton Beach Brands, Inc.
29.	PLUG-MOUNT	76085782	7/10/00	2660282	12/10/02	Registered	Hamilton Beach Brands, Inc.
30.	QUIETMIST & Design	76/085,781	7/10/2000	2,669,808	12/31/2002	Registered	Hamilton Beach Brands, Inc.
31.	AIRSMART	76/085,787	07/10/2000	2,696,273	03/11/2003	Registered	Hamilton Beach Brands, Inc.
32.	INHALES ODORS SO YOU DON'T HAVE TO	76118301	8/29/00	2705126	4/8/03	Registered	Hamilton Beach Brands, Inc.
33.	HAMILTON BEACH SNOWMAN	76429065	7/1/02	2715600	5/13/03	Registered	Hamilton Beach Brands, Inc.
34.	TANGO	75/903,437	1/25/2000	2,817,703	2/24/2004	Registered	Hamilton Beach Brands, Inc.
35.	HAMILTON BEACH	75/897,706	01/18/2000	2,823,648	03/16/2004	Registered	Hamilton Beach Brands, Inc.
36.	TRUEAIR	76/085,778	7/10/2000	2,834,819	4/20/2004	Registered	Hamilton Beach Brands, Inc.
37.	Miscellaneous Design (Electric Mixing Machine Design)	76514250	5/15/03	2838126	5/4/04	Registered	Hamilton Beach Brands, Inc.
38.	BIG MOUTH	76/500,482	03/24/2003	2,960,284	06/07/2005	Registered	Hamilton Beach Brands, Inc.
39.	ELECTRICS	76/977,384	07/31/2003	2,972,537	07/19/2005	Registered	Hamilton Beach Brands, Inc.
40.	HAMILTON BEACH	75/644,298	02/19/1999	2,976,352	07/26/2005	Registered	Hamilton Beach Brands, Inc.
41.	BREWSTATION	76/562,435	11/14/2003	3,025,178	12/13/2005	Registered	Hamilton Beach Brands, Inc.
42.	WAVE POWER	78/756,292	11/17/2005	3,087,796	5/2/2006	Registered	Hamilton Beach Brands, Inc.
43.	HAMILTON BEACH	78644702	6/6/05	3090374	5/9/06	Registered	Hamilton Beach Brands, Inc.

CIJ-1988912.v1

No.	Trademark	Serial No.	Date Filed	Reg. No.	Reg. Date	Status	Owner
44.	TEMPEST	78/647,508	6/9/2005	3,093,218	5/15/2006	Registered	Hamilton Beach Brands, Inc.
45.	SUMMIT	78/647,523	6/9/2005	3,095,583	5/23/2006	Registered	Hamilton Beach Brands, Inc.
46.	TOASTATION	78/565,512	2/11/2005	3,115,314	7/11/2006	Registered	Hamilton Beach Brands, Inc.
47.	COUNTERSCAPING	76/584,308	04/01/2004	3,124,033	08/01/2006	Registered	Hamilton Beach Brands, Inc.
48.	PROCTOR SILEX	78644690	6/6/05	3138407	9/5/06	Registered	Hamilton Beach Brands, Inc.
49.	REVOLUTION	78/644,698	6/6/2005	3,146,920	9/19/2006	Registered	Hamilton Beach Brands, Inc.
50.	WAVE MAKER	78/756,281	11/17/2005	3,160,047	10/17/2006	Registered	Hamilton Beach Brands, Inc.
51.	RIO	78/662,148	6/30/2005	3,164,104	10/24/2006	Registered	Hamilton Beach Brands, Inc.
52.	DOE	78/644,684	06/06/2005	3,181,917	12/05/2006	Registered	Hamilton Beach Brands, Inc.
53.	KITCHENSCAPING	76608142	8/19/04	3184247	12/12/06	Registered	Hamilton Beach Brands, Inc.
54.	TRUEAIR & DESIGN	78/918,169	6/27/2006	3,233,417	4/24/2007	Registered	Hamilton Beach Brands, Inc.
55.	WAVE-ACTION	78/619,686	4/29/2005	3,245,451	5/22/2007	Registered	Hamilton Beach Brands, Inc.
56.	WAVE LOGIC	78/619,682	4/29/2005	3,265,957	7/17/2007	Registered	Hamilton Beach Brands, Inc.
57.	WAVESTATION	78/619,673	4/29/2005	3,276,838	8/7/2007	Registered	Hamilton Beach Brands, Inc.
58.	ICE BREAKER	77116571	1/26/07	3297131	9/25/07	Registered	Hamilton Beach Brands, Inc.
59.	MIX'N CHILL	77125611	3/8/07	3334249	11/13/07	Registered	Hamilton Beach Brands, Inc.
60.	TESTED IN OUR LAB. PROVEN IN YOUR HOME	78/852,922	4/3/2006	3,370,650	1/15/2008	Registered	Hamilton Beach Brands, Inc.
61.	ELECTRICS	77/211,537	06/21/2007	3,372,708	01/22/2008	Registered	Hamilton Beach Brands, Inc.
62.	SOFT GRIP	77/215,269	6/26/2007	3,372,729	1/22/2008	Registered	Hamilton Beach Brands, Inc.
63.	LIQUID BLU	77082867	1/15/07	3373650	1/22/08	Registered	Hamilton Beach Brands, Inc.
64.	DRY IT FASTER, WEAR IT SOONER	77/086,245	01/19/2007	3,373,655	01/22/2008	Registered	Hamilton Beach Brands, Inc.
65.	SMOOTH TOUCH	77/097,678	2/2/2007	3,386,097	2/19/2008	Registered	Hamilton Beach Brands, Inc.
66.	THE PERFECT ICE BREAKER	77/113,653	2/22/2007	3,481,397	8/5/2008	Registered	Hamilton Beach Brands, Inc.

No.	Trademark	Serial No.	Date Filed	Reg. No.	Reg. Date	Status	Owner
67.	SMARTTOAST	77/481,945	5/23/2008	3,560,409	1/13/2009	Registered	Hamilton Beach Brands, Inc.
68.	FRESH ESSENTIALS	77/491,380	06/05/2008	3,571,934	02/10/2009	Registered	Hamilton Beach Brands, Inc.
69.	TESTED. PROVEN	77/182,685	5/16/2007	3,595,518	3/24/2009	Registered	Hamilton Beach Brands, Inc.
70.	STAY OR GO	77/551,201	8/20/2008	3,598,053	3/31/2009	Registered	Hamilton Beach Brands, Inc.
71.	GOOD THINKING	77/371,560	06/14/2008	3,617,012	05/05/2009	Registered	Hamilton Beach Brands, Inc.
72.	PROCTOR SILEX	77620260	11/23/08	3643046	6/23/09	Registered	Hamilton Beach Brands, Inc.
73.	YOUR LAST CUP TASTES AS FRESH AS THE FIRST	77/497,832	6/12/2008	3,684,127	9/15/2009	Registered	Hamilton Beach Brands, Inc.
74.	WAVE CRUSHER	77/676,740	2/24/2009	3,704,663	11/3/2009	Registered	Hamilton Beach Brands, Inc.
75.	SMOOTH POUR	77/684,229	3/5/2009	3,794,482	5/25/2010	Registered	Hamilton Beach Brands, Inc.
76.	SET & FORGET	77/702,079	3/30/2009	3,794,594	5/25/2010	Registered	Hamilton Beach Brands, Inc.
77.	NOW THAT'S GOOD THINKING	77917797	6/22/10	3945663	4/12/11	Registered	Hamilton Beach Brands, Inc.
78.	DEDICATED TO THE PERFECT CUP	77/769,647	06/27/2009	3,951,490	04/26/2011	Registered	Hamilton Beach Brands, Inc.
79.	FORGET THE CARAFE	85/179,875	11/18/2010	3,957,908	05/10/2011	Registered	Hamilton Beach Brands, Inc.
80.	THE GOURMET SUPPLY COMPANY	85/126,604	9/10/2010	4,027,216	9/13/2011	Registered	Hamilton Beach Brands, Inc.

Foreign Trademarks

No.	Country	Trademark	Serial No.	Date Filed	Reg. No.	Reg. Date	Status	Owner
81.	Brazil	HAMILTON BEACH			006994342	09/25/1999	Registered	Hamilton Beach Brands, Inc.
82.	Benelux	HAMILTON BEACH			088757		Registered	Hamilton Beach Brands, Inc.
83.	El Salvador	PROCTOR- SILEX			102 Book 16	4/21/93	Registered	Hamilton Beach Brands, Inc.
84.	Ecuador	HAMILTON BEACH			104/85	01/09/1985	Registered	Hamilton Beach Brands, Inc.
85.	Ecuador	HAMILTON BEACH			105/85	01/09/1985	Registered	Hamilton Beach Brands, Inc.

CLI-1988912v1

No.	Country	Trademark	Serial No.	Date Filed	Reg. No.	Reg. Date	Status	Owner
86.	Italy	SILEX			1054476		Registered	Hamilton Beach Brands, Inc.
87.	Spain	HAMILTON BEACH		2/5/87	1130870		Registered	Hamilton Beach Brands, Inc.
88.	Austria	HAMILTON BEACH			113350		Registered	Hamilton Beach Brands, Inc.
89.	Korea	PROCTOR-SILEX			115349		Registered	Hamilton Beach Brands, Inc.
90.	Austria	PROCTOR-SILEX			115433		Registered	Hamilton Beach Brands, Inc.
91.	El Salvador	HAMILTON BEACH			116 Book 24	11/15/94	Registered	Hamilton Beach Brands, Inc.
92.	El Salvador	PROCTOR-SILEX			12 Book 31	5/6/1996	Registered	Hamilton Beach Brands, Inc.
93.	Guatemala	HAMILTON BEACH			120943		Registered	Hamilton Beach Brands, Inc.
94.	Venezuela	PROCTOR SILEX			1225621	5/14/1986	Registered	Hamilton Beach Brands, Inc.
95.	China	HAMILTON BEACH			1271751		Registered	Hamilton Beach Brands, Inc.
96.	Colombia	HAMILTON BEACH			130259		Registered	Hamilton Beach Brands, Inc.
97.	Colombia	HAMILTON BEACH			131805		Registered	Hamilton Beach Brands, Inc.
98.	United Kingdom	PROCTOR-SILEX		9/1/1988	1356569	4/27/1990	Registered	Hamilton Beach Proctor-Silex, Inc.
99.	France	HAMILTON BEACH			1474984		Registered	Hamilton Beach Brands, Inc.
100.	Venezuela	HAMILTON BEACH			151813	1/17/94	Registered	Hamilton Beach Brands, Inc.
101.	China	HAMILTON BEACH			1547684		Registered	Hamilton Beach Brands, Inc.
102.	China	PROCTOR-SILEX			1547685		Registered	Hamilton Beach Brands, Inc.
103.	China	HAMILTON BEACH			1556911		Registered	Hamilton Beach Brands, Inc.
104.	China	HAMILTON BEACH			1574087		Registered	Hamilton Beach Brands, Inc.
105.	China	PROCTOR-SILEX			1574088		Registered	Hamilton Beach Brands, Inc.
106.	China	PROCTOR-SILEX			1585911		Registered	Hamilton Beach Brands, Inc.
107.	China	HAMILTON BEACH			1585912		Registered	Hamilton Beach Brands, Inc.
108.	China	PROCTOR-SILEX			1586489		Registered	Hamilton Beach Brands, Inc.

CIJ-1988912v1

No.	Country	Trademark	Serial No.	Date Filed	Reg. No.	Reg. Date	Status	Owner
109	China	HAMILTON BEACH			1586490		Registered	Hamilton Beach Brands, Inc.
110.	Australia	HAMILTON BEACH			159098	03/25/1960	Registered	Hamilton Beach Brands, Inc.
111.	Australia	HAMILTON BEACH			159099	03/25/1960	Registered	Hamilton Beach Brands, Inc.
112.	Jamaica	PROCTOR SILEX			16015		Registered	Hamilton Beach Brands, Inc.
113.	Paraguay	HAMILTON BEACH			160423	3/22/93	Registered	Hamilton Beach Brands, Inc.
114.	Nicaragua	PROCTOR-SILEX			17322CC		Registered	Hamilton Beach Brands, Inc.
115.	Venezuela	SILEX			17735		Registered	Hamilton Beach Brands, Inc.
116.	El Salvador	PROCTOR- SILEX			19 Book 16	3/19/93	Registered	Hamilton Beach Brands, Inc.
117.	Haiti	HAMILTON BEACH			190/91		Registered	Hamilton Beach Brands, Inc.
118.	Haiti	HAMILTON BEACH			191/91		Registered	Hamilton Beach Brands, Inc.
119.	Hong Kong	PROCTOR-SILEX			19873189AA	5/15/1984	Registered	Hamilton Beach Brands, Inc.
120.	Brazil	HAMILTON BEACH			200070053	06/29/2002	Registered	Hamilton Beach Brands, Inc.
121.	Brazil	HAMILTON BEACH			200070061	06/29/2002	Registered	Hamilton Beach Brands, Inc.
122.	Canada	PROCTOR-SILEX			203649	12/6/1974	Registered	Hamilton Beach Brands, Inc.
123.	Paraguay	PROCTOR-SILEX			227288		Registered	Hamilton Beach Brands, Inc.
124.	Paraguay	PROCTOR-SILEX			230638		Registered	Hamilton Beach Brands, Inc.
125.	Jamaica	HAMILTON BEACH			23714		Registered	Hamilton Beach Brands, Inc.
126.	Paraguay	PROCTOR-SILEX			238107		Registered	Hamilton Beach Brands, Inc.
127.	Paraguay	HAMILTON BEACH			256610		Registered	Hamilton Beach Brands, Inc.
128.	Uruguay	HAMILTON BEACH			280131		Registered	Hamilton Beach Brands, Inc.
129.	Guatemala	PROCTOR-SILEX Class 7			28621		Registered	Hamilton Beach Brands, Inc.
130.	Guatemala	PROCTOR-SILEX Class 9			28621		Registered	Hamilton Beach Brands, Inc.
131.	Guatemala	PROCTOR-SILEX Class 11			28621		Registered	Hamilton Beach Brands, Inc.

CI 1 1988912v1

No.	Country	Trademark	Serial No.	Date Filed	Reg. No.	Reg. Date	Status	Owner
132.	El Salvador	PROCTOR-SILEX			31 Book 3)	5/6/1996	Registered	Hamilton Beach Brands, Inc.
133.	Peru	HAMILTON BEACH			31512		Registered	Hamilton Beach Brands, Inc.
134.	Mexico	HAMILTON BEACH			396400	6/13/05	Registered	Hamilton Beach Brands, Inc.
135.	Mexico	HAMILTON BEACH			412379	7/12/11	Registered	Hamilton Beach Brands, Inc.
136.	Puerto Rico	HAMILTON BEACH			41621	10/10/97	Registered	Hamilton Beach Brands, Inc.
137.	Puerto Rico	HAMILTON BEACH			41622	10/10/97	Registered	Hamilton Beach Brands, Inc.
138.	Taiwan	PROCTOR-SILEX			416930		Registered	Hamilton Beach Brands, Inc.
139.	Indonesia	HAMILTON BEACH			420440		Registered	Hamilton Beach Brands, Inc.
140.	Indonesia	HAMILTON BEACH		08/27/1997	422410		Registered	Hamilton Beach Brands, Inc.
141.	Puerto Rico	PROCTOR-SILEX			42400		Registered	Hamilton Beach Brands, Inc.
142.	Puerto Rico	PROCTOR-SILEX			42401		Registered	Hamilton Beach Brands, Inc.
143.	Dominican Republic	PROCTOR-SILEX			45158	8/15/1988	Registered	Hamilton Beach Brands, Inc.
144.	Honduras	PROCTOR-SILEX			45674		Registered	Hamilton Beach Brands, Inc.
145.	Taiwan	PROCTOR-SILEX			466911		Registered	Hamilton Beach Brands, Inc.
146.	Costa Rica	PROCTOR-SILEX			47073/24266	2/6/1974	Registered	Hamilton Beach Brands, Inc.
147.	Costa Rica	PROCTOR-SILEX			47073/24267	2/6/1974	Registered	Hamilton Beach Brands, Inc.
148.	Costa Rica	PROCTOR-SILEX			47073/24269	2/6/1974	Registered	Hamilton Beach Brands, Inc.
149.	Dominican Republic	HAMILTON BEACH			49760	10/16/1990	Registered	Hamilton Beach Brands, Inc.
150.	China	PROCTOR-SILEX			500432		Registered	Hamilton Beach Brands, Inc.
151.	China	PROCTOR-SILEX			501746		Registered	Hamilton Beach Brands, Inc.
152.	Saudi Arabia	HAMILTON BEACH			504/53	11/7/99	Registered	Hamilton Beach Brands, Inc.
153.	Taiwan	HAMILTON BEACH			520979		Registered	Hamilton Beach Brands, Inc.
154.	Mexico	HAMILTON BEACH			521708	2/28/01	Registered	Hamilton Beach Brands, Inc.

CLI-1988912v1

No.	Country	Trademark	Serial No.	Date Filed	Reg. No.	Reg. Date	Status	Owner
155.	Honduras	HAMILTON BEACH			54170		Registered	Hamilton Beach Brands, Inc.
156.	Honduras	HAMILTON BEACH			54171		Registered	Hamilton Beach Brands, Inc.
157.	Cayman Islands	HAMILTON BEACH			575137		Registered	Hamilton Beach Brands, Inc.
158.	Taiwan	HAMILTON BEACH			576419		Registered	Hamilton Beach Brands, Inc.
159.	Saudi Arabia	HAMILTON BEACH			584/37	8/23/01	Registered	Hamilton Beach Brands, Inc.
160.	Panama	HAMILTON BEACH			66770		Registered	Hamilton Beach Brands, Inc.
161.	Panama	HAMILTON BEACH			66771		Registered	Hamilton Beach Brands, Inc.
162.	Germany	HAMILTON BEACH			674218		Registered	Hamilton Beach Brands, Inc.
163.	Israel	HAMILTON BEACH			70130		Registered	Hamilton Beach Brands, Inc.
164.	Israel	HAMILTON BEACH			70131		Registered	Hamilton Beach Brands, Inc.
165.	Israel	HAMILTON BEACH			70132		Registered	Hamilton Beach Brands, Inc.
166.	Italy	HAMILTON BEACH			721305		Registered	Hamilton Beach Brands, Inc.
167.	Brazil	HAMILTON BEACH			780382480	06/29/2002	Registered	Hamilton Beach Brands, Inc.
168.	Venezuela	SILEX - Class 11			78744F		Registered	Hamilton Beach Brands, Inc.
169.	Venezuela	SILEX - Class 7			78744F		Registered	Hamilton Beach Brands, Inc.
170.	Venezuela	PROCTOR			78769F		Registered	Hamilton Beach Brands, Inc.
171.	Costa Rica	HAMILTON BEACH			79169		Registered	Hamilton Beach Brands, Inc.
172.	Brazil	PROCTOR- SILEX			811747026	2/4/86	Registered	Hamilton Beach Brands, Inc.
173.	United Kingdom	PROCTOR-SILEX		9/3/1962	838837		Registered	Hamilton Beach Proctor-Silex, Inc.
174.	Nicaragua	HAMILTON BEACH			8453CC		Registered	Hamilton Beach Brands, Inc.
175.	Nicaragua	HAMILTON BEACH			8472CC		Registered	Hamilton Beach Brands, Inc.
176.	Nicaragua	HAMILTON BEACH			8475CC		Registered	Hamilton Beach Brands, Inc.
177.	Colombia	PROCTOR-SILEX			88589		Registered	Hamilton Beach Brands, Inc.

CLJ-1988912v1

No.	Country	Trademark	Serial No.	Date Filed	Reg. No.	Reg. Date	Status	Owner
178.	Guatemala	HAMILTON BEACH			8911		Registered	Hamilton Beach Brands, Inc.
179.	El Salvador	HAMILTON BEACH			90 Book 67		Registered	Hamilton Beach Brands, Inc.
180.	Israel	HAMILTON BEACH			92107		Registered	Hamilton Beach Brands, Inc.
181.	Germany	HAMILTON BEACH			954781		Registered	Hamilton Beach Brands, Inc.
182.	Ireland	PROCTOR-SILEX			8117973		Registered	Hamilton Beach Brands, Inc.
183.	Ireland	PROCTOR-SILEX			8117975		Registered	Hamilton Beach Brands, Inc.
184.	Ireland	PROCTOR-SILEX			8117976		Registered	Hamilton Beach Brands, Inc.
185.	Ireland	HAMILTON BEACH			8121008	12/30/1985	Registered	Hamilton Beach Brands, Inc.
186.	Trinidad and Tobago	PROCTOR-SILEX			88122		Registered	Hamilton Beach Brands, Inc.
187.	Switzerland	SILEX			P270670		Registered	Hamilton Beach Brands, Inc.
188.	Canada	DRINKMASTER	0219288	04/14/1953	46157	04/14/1953	Registered	Hamilton Beach Brands, Inc.
189.	Switzerland	HAMILTON BEACH	07828/1985	12/23/85	245952	6/9/86	Registered	Hamilton Beach/Proctor-Silex, Inc. (per Swiss TM database)
190.	Canada	KITCHEN WORKS	1021219	7/5/99	TMA545293	1/7/09	Registered	Hamilton Beach Brands, Inc.
191.	Australia	BREWSTATION	1032232	04/13/2004	835983	04/13/2004	Registered via Madrid Protocol	Hamilton Beach/Proctor-Silex, Inc. (Per Australian TM database)
192.	Canada	SURE REST	1052986	3/30/2000	562790	5/29/2002	Registered	Hamilton Beach Brands, Inc.
193.	Canada	TRUEAIR	1071252	8/14/2000	581772	5/15/2003	Registered	Hamilton Beach Brands, Inc.
194.	Paraguay	HAMILTON BEACH	10777	4/29/04	292776	10/24/04	Registered	Hamilton Beach Brands, Inc.
195.	Canada	HAMILTON BEACH	1213415	4/15/04	TMA685027	3/29/07	Registered	Hamilton Beach Brands, Inc.
196.	Canada	ECLECTRICS	1213417	04/15/2004	686785	05/03/2007	Registered	Hamilton Beach Brands, Inc.
197.	Canada	BREWSTATION	1216460	05/12/2004	636250	03/29/2005	Registered	Hamilton Beach Brands, Inc.
198.	Canada	SILEX	125439		38519	9/16/1925	Registered	Hamilton Beach Brands, Inc.

CLL-1988912v1

No.	Country	Trademark	Serial No.	Date Filed	Reg. No.	Reg. Date	Status	Owner
199.	China	HAMILTON BEACH	1281833		1281833		Registered	Hamilton Beach Brands, Inc.
200.	Canada	PROCTOR SILEX	1336765	2/23/07	TMA7904387	1/10/08	Registered	Hamilton Beach Brands, Inc.
201.	Canada	HAMILTON BEACH & Design	1348893	5/25/07	TMA769213	6/9/10	Registered	Hamilton Beach Brands, Inc.
202.	Canada	AU COEUR DE LA CUISINE	1349694	05/31/2007	769840	06/16/2010	Registered	Hamilton Beach Brands, Inc.
203.	Canada	THE HEART OF THE KITCHEN	1349695	5/31/2007	769814	6/16/2012	Registered	Hamilton Beach Brands, Inc.
204.	New Zealand	HAMILTON BEACH	149817	11/15/83	149817	1/29/90	Registered	Hamilton Beach/Procter-Silex, Inc. (per NZTM database)
205.	New Zealand	HAMILTON BEACH	149818	11/15/83	149818	1/29/90	Registered	Hamilton Beach/Procter-Silex, Inc. (per NZTM database)
206.	New Zealand	HAMILTON BEACH	149819	11/15/83	149819	1/29/90	Registered	Hamilton Beach/Procter Silex, Inc. (per NZTM database)
207.	Canada	THE GOURMET SUPPLY COMPANY	1533100	6/23/2011			Pending	Hamilton Beach Brands, Inc.
208.	Costa Rica	HAMILTON BEACH	1900-763111	03/11/1991	76311	07/19/1991	Registered	Hamilton Beach Brands, Inc.
209.	Korea	HAMILTON BEACH	2002-37384	08/16/2002	578178	03/23/2004	Registered	Hamilton Beach Brands, Inc.
210.	Japan	HAMILTON BEACH	2004-92160	10/7/04	4895412	9/16/05	Registered	Hamilton Beach Brands, Inc.
211.	Turkey	HAMILTON BEACH	2009/12474	3/13/09	2009/2474	5/25/10	Registered	Hamilton Beach Brands, Inc.
212.	Canada	HAMILTON BEACH	219287	04/14/1953	47417	04/14/1953	Registered	Hamilton Beach Brands, Inc.
213.	Canada	HAMILTON BEACH	219287	4/14/53	UCA47417	4/14/53	Registered	Hamilton Beach Brands, Inc.
214.	Argentina	HAMILTON BEACH	2409695	01/29/2003	2249321	09/15/2008	Registered	Hamilton Beach Brands, Inc.
215.	Mexico	PROCTOR-SILEX	248086	4/26/1985	326342	11/6/1987	Registered	Hamilton Beach Proctor-Silex, Inc.
216.	China	HAMILTON BEACH	248349	06/10/1985	248349	04/15/1986	Registered	Hamilton Beach Brands, Inc.
217.	Argentina	HAMILTON BEACH	2500173	03/10/2004	1988159	08/18/2004	Registered	Hamilton Beach Brands, Inc.
218.	Peru	HAMILTON BEACH	281753-2006		92905	3/27/96	Registered	Hamilton Beach Brands, Inc.
219.	Hong Kong	BREWSTATION	300196182	04/15/2004	300196182	09/06/2004	Registered	Hamilton Beach Brands, Inc.

CLL-1988912v1

No.	Country	Trademark	Serial No.	Date Filed	Reg. No.	Reg. Date	Status	Owner
220.	Australia	PROCTOR-SILEX	363895	8/6/81	363895	8/6/81	Registered	Hamilton Beach Brands, Inc.
221.	Australia	PROCTOR-SILEX	363896	8/6/81	363896	8/6/81	Registered	Hamilton Beach Brands, Inc.
222.	European Community	BREWSTATION	3768504	04/14/2004	3768504	09/02/2005	Registered	Hamilton Beach Brands, Inc.
223.	China	HAMILTON BEACH	382581	06/10/1985	382581	04/15/1986	Registered	Hamilton Beach Brands, Inc.
224.	Canada	MEAL MAKER	426368	6/20/78	TMA246299	6/6/80	Registered	Hamilton Beach Brands, Inc.
225.	Switzerland	PROCTOR-SILEX	4344/1974	8/30/1974	P273833	11/28/1974	Registered	Hamilton Beach Proctor-Silex, Inc.
226.	Chile	HAMILTON BEACH	499644	09/01/2000	924463	01/31/2001	Registered	Hamilton Beach Brands, Inc.
227.	China	TRUEAIR & Design	5451751	6/30/2006			Pending	Hamilton Beach Brands, Inc.
228.	China	HAMILTON BEACH TRUEAIR	5451752	6/30/06			Pending	Hamilton Beach Brands, Inc.
229.	United Kingdom	HAMILTON BEACH	575137	2/13/37	575137	2/13/37	Registered	Hamilton Beach/Proctor-Silex, Inc. (per UK TM database)
230.	Chile	PROCTOR SILEX	583798	10/3/2002	653214	12/27/2012	Registered	Hamilton Beach Brands, Inc.
231.	ECTM	HAMILTON BEACH & Design	5973921	5/25/07	5973921	9/29/08	Registered	Hamilton Beach Brands, Inc.
232.	China	HAMILTON BEACH & Design	6081452	5/31/07	6081452	4/14/10	Registered	Hamilton Beach Brands, Inc.
233.	China	HAMILTON BEACH & Design	6081453	5/31/07	6081453	6/7/10	Registered	Hamilton Beach Brands, Inc.
234.	China	HAMILTON BEACH & Design	6081454	5/31/07	6081454	1/28/10	Registered	Hamilton Beach Brands, Inc.
235.	China	HAMILTON BEACH & Design	6081455	5/31/07	6081455	1/21/10	Registered	Hamilton Beach Brands, Inc.
236.	China	HAMILTON BEACH & Design	6081456	5/31/07	6081456	6/7/10	Registered	Hamilton Beach Brands, Inc.
237.	United Kingdom	SILEX	648113	5/24/1946	648113		Registered	Hamilton Beach Proctor-Silex, Inc.
238.	Canada	OVENMASTER	653336	3/19/90	TMA386427	7/5/91	Registered	Hamilton Beach Brands, Inc.
239.	Mexico	BREWSTATION	656375	05/14/2004	868127	02/23/2005	Registered	Hamilton Beach Brands, Inc.
240.	Mexico	ELECTRICS	654054	06/29/2004	964443	11/29/2006	Registered	Hamilton Beach Brands, Inc.
241.	Benelux	PROCTOR SILEX	686903	9/18/86	421595	4/1/87	Registered	Hamilton Beach Brands, Inc.

CIJ-1988912v1

No.	Country	Trademark	Serial No.	Date Filed	Reg. No.	Reg. Date	Status	Owner
242.	Mexico	ECLECTRICS	812306	10/11/2006	1044727	06/10/2008	Registered	Hamilton Beach Brands, Inc.
243.	France	PROCTOR-SILEX	814612	9/18/1986	1370959	9/18/1986	Registered	Hamilton Beach Brands, Inc.
244.	Brazil	BREWSTATION	826399932	04/13/2004	835983	04/13/2004	Registered	Hamilton Beach Brands, Inc.
245.	China	BREWSTATION	835983	04/13/2004	835983	04/13/2004	Registered via Madrid Protocol	Hamilton Beach/Proctor Silex, Inc. (Per WIPO database)
246.	International Registration	BREWSTATION	835983	04/13/2004	835983	04/13/2004	Registered	Hamilton Beach/Proctor Silex, Inc. (Per WIPO database)
247.	Japan	BREWSTATION	835983	04/13/2004	835983	04/13/2004	Registered via Madrid Protocol	Hamilton Beach/Proctor Silex, Inc. (Per WIPO database)
248.	Korea	BREWSTATION	835983	04/13/2004	835983	04/13/2004	Registered via Madrid Protocol	Hamilton Beach/Proctor Silex, Inc. (Per WIPO database)
249.	Mexico	HAMILTON BEACH & Design	857686	5/29/07	1066264	10/14/08	Registered	Hamilton Beach Brands, Inc.
250.	Mexico	HAMILTON BEACH & Design	857687	5/29/07	1063606	9/30/08	Registered	Hamilton Beach Brands, Inc.
251.	Mexico	HAMILTON BEACH & Design	857688	5/29/07	1023988	2/19/08	Registered	Hamilton Beach Brands, Inc.
252.	Mexico	HAMILTON BEACH & Design	857689	5/29/07	1063607	9/30/08	Registered	Hamilton Beach Brands, Inc.
253.	Mexico	HAMILTON BEACH & Design	857690	5/29/07	1078733	1/14/09	Registered	Hamilton Beach Brands, Inc.
254.	Canada	PURANHA	884938	7/21/1998	515667	8/27/1999	Registered	Hamilton Beach Brands, Inc.
255.	Taiwan	BREWSTATION	93016462	04/14/2004	1158288	06/16/2005	Registered	Hamilton Beach Brands, Inc.
256.	FCTM	HAMILTON BEACH	9616831	12/21/10	9616831	6/16/11	Registered	Hamilton Beach Brands, Inc.
257.	ECTM	PROCTOR SILEX	9619776	12/22/10			Pending	Hamilton Beach Brands, Inc.
258.	China	PROCTOR-SILEX	9900144015	11/30/99	2020762	9/14/03	Registered	Hamilton Beach Brands, Inc.
259.	Spain	PROCTOR-SILEX	MA1161907	9/26/1986	1161907	6/5/1989	Registered	Hamilton Beach Brands, Inc.
260.	Singapore	PROCTOR-SILEX	T84/026618	5/17/1984	T84/026618		Registered	Hamilton Beach Brands, Inc.
261.	Singapore	PROCTOR-SILEX	T84/026631	5/17/1984	T84/026631		Registered	Hamilton Beach Brands, Inc.

CL-1988912v1

TRADEMARK SECURITY AGREEMENT

This TRADEMARK SECURITY AGREEMENT (this "Trademark Security Agreement") is made this 31st day of May, 2012, by and among Grantors listed on the signature pages hereof (collectively, jointly and severally, "Grantors" and each individually "Grantor"), and WELLS FARGO BANK, NATIONAL ASSOCIATION ("Wells Fargo"), in its capacity as agent for the Lender Group and the Bank Product Providers (in such capacity, together with its successors and assigns in such capacity, "Agent").

WITNESSETH:

WHEREAS, pursuant to that certain Amended and Restated Credit Agreement dated as of May 31, 2012 (as amended, restated, supplemented, or otherwise modified from time to time, the "Credit Agreement") by and among Hamilton Beach Brands, Inc., formerly known as Hamilton Beach/Proctor-Silex Inc., a Delaware corporation ("Parent", and together with any US Subsidiary of Parent that may from time to time become a party thereto as a borrower, each individually a "US Borrower" and collectively, "US Borrowers") and Hamilton Beach Brands Canada, Inc., formerly known as Proctor-Silex Canada Inc., an Ontario corporation ("Hamilton Brands Canada", and together with any other Canadian Subsidiary of Parent that may from time to time become a party thereto as a borrower, each individually a "Canadian Borrower" and collectively, "Canadian Borrowers"), the lenders party thereto as "Lenders" (such Lenders, together with their respective successors and assigns in such capacity, each, individually, a "Lender" and, collectively, the "Lenders"), the Lender Group has agreed to make certain financial accommodations available to Borrower from time to time pursuant to the terms and conditions thereof; and

WHEREAS, the members of the Lender Group and the Bank Product Providers are willing to make the financial accommodations to Borrower as provided for in the Credit Agreement, the other Loan Documents, and the Bank Product Agreements, but only upon the condition, among others, that Grantors shall have executed and delivered to Agent, for the benefit of Lender Group and the Bank Product Providers, that certain Amended and Restated Guaranty and Security Agreement, dated as of May 31, 2012 (including all annexes, exhibits or schedules thereto, as from time to time amended, restated, supplemented or otherwise modified, the "Guaranty and Security Agreement"); and

WHEREAS, pursuant to the Guaranty and Security Agreement, Grantors are required to execute and deliver to Agent, for the benefit of Lender Group and the Bank Product Providers, this Trademark Security Agreement;

NOW, THEREFORE, in consideration of the premises and mutual covenants herein contained and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each Grantor hereby agrees as follows:

1. **DEFINED TERMS.** All initially capitalized terms used but not otherwise defined herein have the meanings given to them in the Guaranty and Security Agreement or, if not defined therein, in the Credit Agreement, and this Trademark Security Agreement shall be subject to the rules of construction set forth in Section 1(b) of the Guaranty and Security Agreement, which rules of construction are incorporated herein by this reference, *mutatis mutandis*.

2. **GRANT OF SECURITY INTEREST IN TRADEMARK COLLATERAL.** Each Grantor hereby unconditionally grants, assigns, and pledges to Agent, for the benefit each member of the Lender Group and each of the Bank Product Providers, to secure the Secured Obligations, a continuing security interest (referred to in this Trademark Security Agreement as the "Security Interest") in all of such

Grantor's right, title and interest in and to the following, whether now owned or hereafter acquired or arising (collectively, the "Trademark Collateral"):

(a) all of its Trademarks and Trademark Intellectual Property Licenses to which it is a party including those referred to on Schedule I;

(b) all goodwill of the business connected with the use of, and symbolized by, each Trademark and each Trademark Intellectual Property License; and

(c) all products and proceeds (as that term is defined in the Code) of the foregoing, including any claim by such Grantor against third parties for past, present or future (i) infringement or dilution of any Trademark or any Trademarks exclusively licensed under any Intellectual Property License, including right to receive any damages, (ii) injury to the goodwill associated with any Trademark, or (iii) right to receive license fees, royalties, and other compensation under any Trademark Intellectual Property License.

3. SECURITY FOR SECURED OBLIGATIONS. This Trademark Security Agreement and the Security Interest created hereby secures the payment and performance of the Secured Obligations, whether now existing or arising hereafter. Without limiting the generality of the foregoing, this Trademark Security Agreement secures the payment of all amounts which constitute part of the Secured Obligations and would be owed by Grantors, or any of them, to Agent, the other members of the Lender Group, the Bank Product Providers or any of them, whether or not they are unenforceable or not allowable due to the existence of an Insolvency Proceeding involving any Grantor.

4. SECURITY AGREEMENT. The Security Interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interests granted to Agent, for the benefit of the Lender Group and the Bank Product Providers, pursuant to the Guaranty and Security Agreement. Each Grantor hereby acknowledges and affirms that the rights and remedies of Agent with respect to the Security Interest in the Trademark Collateral made and granted hereby are more fully set forth in the Guaranty and Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein. To the extent there is any inconsistency between this Trademark Security Agreement and the Guaranty and Security Agreement, the Guaranty and Security Agreement shall control.

5. AUTHORIZATION TO SUPPLEMENT. If any Grantor shall obtain rights to any new trademarks, the provisions of this Trademark Security Agreement shall automatically apply thereto. Grantors shall give prompt notice in writing to Agent with respect to any such new trademarks or renewal or extension of any trademark registration. Without limiting Grantors' obligations under this Section, Grantors hereby authorize Agent unilaterally to modify this Trademark Security Agreement by amending Schedule I to include any such new trademark rights of each Grantor. Notwithstanding the foregoing, no failure to so modify this Trademark Security Agreement or amend Schedule I shall in any way affect, invalidate or detract from Agent's continuing security interest in all Collateral, whether or not listed on Schedule I.

6. COUNTERPARTS. This Trademark Security Agreement is a Loan Document. This Trademark Security Agreement may be executed in any number of counterparts and by different parties on separate counterparts, each of which, when executed and delivered, shall be deemed to be an original, and all of which, when taken together, shall constitute but one and the same Trademark Security Agreement. Delivery of an executed counterpart of this Trademark Security Agreement by telefacsimile or other electronic method of transmission shall be equally as effective as delivery of an original executed counterpart of this Trademark Security Agreement. Any party delivering an executed counterpart of this

Trademark Security Agreement by telefacsimile or other electronic method of transmission also shall deliver an original executed counterpart of this Trademark Security Agreement but the failure to deliver an original executed counterpart shall not affect the validity, enforceability, and binding effect of this Trademark Security Agreement.

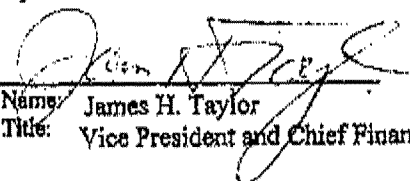
7. CHOICE OF LAW AND VENUE, JURY TRIAL WAIVER, AND JUDICIAL REFERENCE PROVISION. THIS TRADEMARK SECURITY AGREEMENT SHALL BE SUBJECT TO THE PROVISIONS REGARDING CHOICE OF LAW AND VENUE, JURY TRIAL WAIVER, AND JUDICIAL REFERENCE SET FORTH IN SECTION 25 OF THE SECURITY AGREEMENT, AND SUCH PROVISIONS ARE INCORPORATED HEREIN BY THIS REFERENCE, *MUTATIS MUTANDIS*.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the parties hereto have caused this Trademark Security Agreement to be executed and delivered as of the day and year first above written.

GRANTORS:

HAMILTON BEACH BRANDS, INC.,
formerly known as Hamilton Beach/Proctor-Silex Inc.

By: 
Name: James H. Taylor
Title: Vice President and Chief Financial Officer

AGENT:

ACCEPTED AND ACKNOWLEDGED BY:

WELLS FARGO BANK, NATIONAL ASSOCIATION,
as Agent

By: _____
Name:
Title:

[SIGNATURE PAGE TO TRADEMARK SECURITY AGREEMENT]

IN WITNESS WHEREOF, the parties hereto have caused this Trademark Security Agreement to be executed and delivered as of the day and year first above written.

GRANTORS:

HAMILTON BEACH BRANDS, INC.,
formerly known as Hamilton Beach/Proctor-Silex Inc.

By: _____
Name:
Title:

AGENT:

ACCEPTED AND ACKNOWLEDGED BY:

WELLS FARGO BANK, NATIONAL ASSOCIATION,
as Agent

By: *Sang Kim*
Name: *Sang Kim*
Title: *Vice President*

[SIGNATURE PAGE TO TRADEMARK SECURITY AGREEMENT]

No.	Country	Trademark	Serial No.	Date Filed	Reg. No.	Reg. Date	Status	Owner
262.	Denmark	PROCTOR-SILEX	VA198605199	8/11/1986	VR198900451	2/3/1989	Registered	Hamilton Beach Brands, Inc.

Trade Names

Hamilton Beach Commercial
Hamilton Beach/Proctor-Silex
Hamilton Beach
Proctor-Silex

Common Law Trademarks

None.

Trademarks Not Currently In Use

None.

Trademark Licenses

1. Melitta USA -- Sub-License Agreement between Melitta North America, Inc. and Hamilton Beach Brands, Inc. dated October 1, 2008, as amended
2. Melitta Canada -- Sub-License Agreement between Melitta Canada, Inc. and Hamilton Beach Brands Canada, Inc. dated May 12, 2009, as amended
3. Standard Appliance License Agreement by and between Morphy Richards LTD and Hamilton Beach Brands, Inc. dated October 13, 2010
4. Letter Agreement by and between Appliance Development Corporation and Hamilton Beach Brands, Inc. dated July 31, 2009

CL1-1988912v1