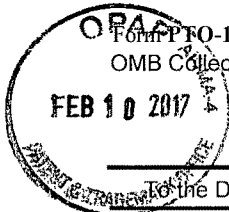


DA

02/17/2017

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office



Form PTO-1594 (Rev. 12-11)
OMB Collection 0651-0027 (exp. 04/30/2015)



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TI

103676757

2/10/17

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):

AXIA ACQUISITION CORPORATION

- Individual(s)
- Partnership
- Corporation- State: Delaware
- Other _____
- Association
- Limited Partnership

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance/Execution Date(s) :

Execution Date(s) February 6, 2017

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: WELLS FARGO BANK, NATIONAL ASSOCIATION

Street Address: 171 17th Street, 5th Floor

City: Atlanta

State: GA

Country: USA Zip: 30363

- Individual(s) Citizenship _____
- Association Citizenship _____
- Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship _____
- Other Banking Assn. Citizenship USA

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) Text

87/146861

B. Trademark Registration No.(s)

SEE ATTACHED SHEET FOR REGISTRATION NUMBERS

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: Bradley E. Wahl

Internal Address: 201 17th Street, NW Suite 1700

Street Address: 201 17th Street, NW Suite 1700

City: Atlanta

State: Georgia Zip: 30363

Phone Number: 404-322-6250

Docket Number: _____

Email Address: bradley.wahl@nelsonmullins.com

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$615.00

- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

02/21/2017 DTINBERL 00000005 87146861

01 FC:8521

02 FC:8522

40.00 OP
575.00 OP

Deposit Account Number _____

Authorized User Name _____

9. Signature:

Signature

2/16/2017

Date

Bradley E. Wahl

Name of Person Signing

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

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Branch, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK
REEL: 005996 FRAME: 0532

AXIA ACQUISITION COROPRATION PTO-1594 REGISTRATION NUMBERS

Registration Numbers

793165
804603
804868
2837824
2797019
2775006
2781520
2816307
4640303
2797020
2817212
3589151
5056087
3902904
PA290537
2199221
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PA290535
3354668
4579415

Trademark Security Agreement

Schedule 1

Axia Acquisition Corporation - Active Worldwide Trademarks

MBF Ref.	Mark Name	Country	Status	Application Number	Filed Date	Registration Number	Registration Date	Renewal Due Date	Class Description
200225-9028AU	AMES	Australia	Registered	1243861	2008-05-30	1243861	2009-03-26	2018-05-30	8 - Hand-operated automatic and non-automatic taping tools, and attachments therefor - including, corner rollers, corner finishers, flat finishers, corner and flat applicators, nail spotters, mastic spreaders, loading pumps, block sanders, universal sanders, plastic and metal taper pans and replacement blades therefor, knives, scrapers, trowels, inside and outside corner tools, tape and pan holders, mud beaters, general purpose mixers adapted to be driven by power drills, and saws; all of the foregoing being drywall finishing tools
200225-9068EM	AMES	European Union IPO	Registered	006985451	2008-06-04	006985451	2009-08-10	2018-06-04	7 - Automatic taping machines, and attachments therefor namely, corner rollers, corner finishers, flat finishers, corner and flat applicators, nail spotters, mastic spreaders, loading pumps, block sanders, universal sanders, plastic and metal taper pans and replacement blades therefor, knives, scrapers, trowels, hawks, inside and outside corner tools, tape and pan holders, mud beaters, general purpose mixers adapted to be driven by power drills, and saws 8 - Non-automatic taping tools (hand powered), and attachments therefor namely, corner rollers, corner finishers, flat finishers, corner and flat applicators, nail spotters, mastic spreaders, loading pumps, block sanders, universal sanders, plastic and metal taper pans and replacement blades therefor, knives, scrapers, trowels, hawks, inside and outside corner tools, tape and pan holders, mud beaters, general purpose mixers adapted to be driven by power drills, and

MBF Ref.	Mark Name	Country	Status	Application Number	Filed Date	Registration Number	Registration Date	Renewal Due Date	Class Description
									saws 19 - Tape used in wallboard construction and drywall outlet reinforcements 37 - Rental of automatic taping machines used in taping and finishing gypsum drywall joints to the construction industry, and specially designed corner rollers, corner finishers, flat finishers, corner and flat applicators, nail spotters, mastic spreaders and loading pumps used therewith
200225-9028US	AMES	United States	Registered	72/188714	1964-03-16	793165	1965-07-27	2025-07-27	19 - Tape used in wallboard construction, and drywall outlet reinforcements
200225-9029US	AMES	United States	Registered	72/188070	1964-03-06	804603	1966-03-01	2026-03-01	8 - Automatic and non-automatic taping machines, and attachments therefor, namely, corner rollers, corner finishers, flat finishers, corner and flat applicators, nail spotters, mastic spreaders, loading pumps, block sanders, universal sanders, plastic and metal taper pans and replacement blades therefor, knives, scrapers, trowels, hawks, inside and outside corner tools, tape and pan holders, mud beaters, general purpose mixers adapted to be driven by power drills, and saws
200225-9030US	AMES	United States	Registered	72/188071	1964-03-06	804868	1966-03-01	2026-03-01	37 - Rental of automatic taping machines used in taping and finishing gypsum drywall joints to the construction industry, and specially designed corner rollers, corner finishers, flat finishers, corner and flat applicators, nail spotters, mastic spreaders and loading pumps used therewith
200225-9031US	AMES & DESIGN	United States	Registered	76/449287	2002-09-13	2837824	2004-05-04	2024-05-04	7 - Drywall taping machines 8 - Hand-held drywall taping tools, namely, knives 16 - Instruction manuals, newsletters, publications and other promotional materials, namely, brochures, prices

MBF Ref.	Mark Name	Country	Status	Application Number	Filed Date	Registration Number	Registration Date	Renewal Due Date	Class Description
									lists, and updates related to the drywall industry 17 - Joint tape used in drywall and wallboard construction
200225-9088AU	BAZOO KA	Australia	Registered	1244366	2008-06-04	1244366	2009-03-13	2018-06-04	8 - Drywall finishing tools (hand tool); hand tools (hand operated) for use in the building industry
200225-9024CA	BAZOO KA	Canada	Registered	581061	1987-03-30	337979	1988-03-11	2018-03-11	8 - Dry wall taping tools
200225-9033WP	BAZOO KA	International	Registered	1161377	2013-05-07	1161377	2013-05-07	2023-05-07	8 - Hand-operated drywall taping tools, namely drywall tape applicators and drywall tape rollers
200225-9033NZ	BAZOO KA	New Zealand	Registered	1161377	2013-05-07	1161377	2013-05-07		8 - Hand-operated drywall taping tools, namely drywall tape applicators and drywall tape rollers
200225-9033US	BAZOO KA	United States	Registered	76/449280	2002-09-13	2797019	2003-12-23	2023-12-23	8 - Hand-operated drywall taping tools, namely drywall tape applicators and drywall tape rollers
200225-9058CA	EASY CLEAN	Canada	Registered	655156	1990-04-12	405131	1992-11-20	2022-11-20	8 - Pump used in connection with drywall taping tools
200225-9038WP	EASY CLEAN	International	Registered	1162176	2013-05-07	1162176	2013-05-07	2023-05-07	8 - Hand-operated drywall finishing tools
200225-9059CA	EASYC LEAN	Canada	Registered	703367	1992-04-22	427787	1994-05-27	2024-05-27	99 - Class: CA Goods: Hand-powered automatic and non-automatic drywall taping tools and a hand-operated pump used in connection with the drywall taping tools; hand-operated drywall finishing tools
200225-9038US	EASYC LEAN	United States	Registered	76/449039	2002-09-13	2775006	2003-10-21	2023-10-21	8 - Hand-operated drywall finishing tools
200225-9116US	EASYR OLL	United States	Published	87/146861	2016-08-22				8 - Manually operated drywall finishing tools, namely, corner finishers and wheels for finishing boxes
200225-9034US	FEATHER-LITE	United States	Registered	76/449041	2002-09-13	2781520	2003-11-11	2023-11-11	8 - Drywall taping tools, namely, finishing knives, taping knives, sanding poles

MBF Ref.	Mark Name	Country	Status	Application Number	Filed Date	Registration Number	Registration Date	Renewal Due Date	Class Description
									and mud pans
200225-9036US	MAXIZ OOKA	United States	Registered	76/449042	2002-09-13	2816307	2004-02-24	2024-02-24	8 - Hand-operated drywall tapers
200225-9104CA	MAXXB OX	Canada	Registered	1686127	2014-07-21	923636	2015-12-15	2030-12-15	99 - Class: CA Goods: Manually operated drywall taping and finishing tools, namely, finishing boxes
200225-9104EM	MAXXB OX	European Union IPO	Registered	1201891	2014-03-27	1201891	2014-03-27		8 - Manually operated drywall taping and finishing tools, namely, finishing boxes
200225-9104WP	MAXXB OX	International	Registered	1201891	2014-03-27	1201891	2014-03-27	2024-03-27	8 - Manually operated drywall taping and finishing tools, namely, finishing boxes
200225-9104NZ	MAXXB OX	New Zealand	Registered	1201891	2014-03-27	1201891	2014-03-27		8 - Manually operated drywall taping and finishing tools, namely, finishing boxes
200225-9104NO	MAXXB OX	Norway	Registered	1201891	2014-03-27	1201891	2014-03-27		8 - Manually operated drywall taping and finishing tools, namely, finishing boxes
200225-9104RU	MAXXB OX	Russian Federation	Registered	1201891	2014-03-27	1201891	2014-03-27		8 - Manually operated drywall taping and finishing tools, namely, finishing boxes
200225-9104US	MAXXB OX	United States	Registered	86/230361	2014-03-24	4640303	2014-11-18	2024-11-18	8 - Manually operated drywall taping and finishing tools, namely, finishing boxes
200225-9027CA	MINIZO OKA	Canada	Registered	699976	1992-02-28	408216	1993-02-12	2023-02-12	8 - Hand-powered automatic drywall taping tools; drywall finishing tools
200225-9037US	MINIZO OKA	United States	Registered	76/449286	2002-09-13	2797020	2003-12-23	2023-12-23	8 - Hand-operated drywall taping tools, namely drywall tape applicators and drywall tape rollers
200225-9089AU	MUD RUNNER	Australia	Registered	1244262	2008-06-03	1244262	2009-03-13	2018-06-03	8 - Drywall finishing tools (hand tool); hand tools (hand operated) for use in the building industry; hand-operated tools
200225-9041WP	MUDRUNNER	International	Registered	1180488	2013-05-07	1180488	2013-05-07	2023-05-07	8 - Power operated hand tools, namely, corner drywall tape applicator

MBF Ref.	Mark Name	Country	Status	Application Number	Filed Date	Registration Number	Registration Date	Renewal Due Date	Class Description
200225-9041NZ	MUDR UNNER	New Zealand	Registered	1180488	2013-05-07	1180488	2013-05-07		8 - Power operated hand tools, namely, corner drywall tape applicator
200225-9041US	MUDR UNNER	United States	Registered	78/197464	2002-12-23	2817212	2004-02-24	2024-02-24	7 - Power operated hand tools, namely, corner drywall tape applicator
200225-9050AU	POWER ASSIST	Australia	Registered	1163169	2013-05-07	1163169	2013-05-07		8 - Hand tools, namely, drywall flat finisher
200225-9050WP	POWER ASSIST	International	Registered	1163169	2013-05-07	1163169	2013-05-07	2023-05-07	8 - Hand tools, namely, drywall flat finisher
200225-9050NZ	POWER ASSIST	New Zealand	Registered	1163169	2013-05-07	1163169	2013-05-07		8 - Hand tools, namely, drywall flat finisher
200225-9050US	POWER ASSIST	United States	Registered	78/910553	2006-06-16	3589151	2009-03-10	2019-03-10	8 - Hand tools, namely, drywall flat finisher
200225-9113AU	QUICK BOX	Australia	Registered	1280182	2015-11-02	1280182	2016-03-17		8 - Drywall taping and finishing tools, namely, finishing boxes
200225-9113CA	QUICK BOX	Canada	Allowed	1753010	2015-11-02				8 - Drywall taping and finishing tools, namely, finishing boxes
200225-9113EM	QUICK BOX	European Union IPO	Published	1280182	2015-11-02				8 - Drywall taping and finishing tools, namely, finishing boxes
200225-9113WP	QUICK BOX	International	Registered	1280182	2015-11-02	1280182	2015-11-02	2025-11-02	8 - Drywall taping and finishing tools, namely, finishing boxes
200225-9113NZ	QUICK BOX	New Zealand	Registered	1280182	2015-11-02	1280182	2015-11-02		8 - Drywall taping and finishing tools, namely, finishing boxes
200225-9113US	QUICK BOX	United States	Registered	86/796979	2015-10-23	5056087	2016-10-04	2026-10-04	8 - Drywall taping and finishing tools, namely, manually operated finishing boxes
200225-9079US	RENT THE BEST OWN THE BEST	United States	Registered	77/911037	2010-01-13	3902904	2011-01-11	2021-01-11	35 - Retail store services for hand and power tools and supplies for drywall installation and finishing 37 - Rental services for specialized drywall taping and finishing tools

MBF Ref.	Mark Name	Country	Status	Application Number	Filed Date	Registration Number	Registration Date	Renewal Due Date	Class Description
200225-9046US	TAPE TECHN IQUES	United States	Registered			PA290537	1986-04-28		50 - Goods Not Provided
200225-9039US	TAPEMASTER	United States	Registered	75/137089	1996-07-22	2199221	1998-10-27	2018-10-27	8 - Hand-operated drywall taping and finishing tools, namely, automatic taper, finisher, angle applicator, angle roller, angle head, adjustable angle head, angle head handle, flat box, box handle, nail spotter, loading pump, corner finisher and finisher handle
200225-9067AU	TAPETECH	Australia	Registered	1244445	2008-06-04	1244445	2009-05-20	2018-06-04	8 - Handtools including drywall taping tools; parts and accessories therefor
200225-9035AU	TAPETECH	Australia	Registered	1164028	2013-05-02	1164028	2013-05-02		8 - Manually operated drywall taping and finishing tools and attachments therefor, namely, tapers, finishing boxes, corner applicators, corner finishers, loading pumps, adapters and mud heads, corner rollers, nail spotters, handles and part kits comprised of replacement structural parts for the aforementioned goods; manually operated drywall taping tools in the nature drywall tape applicators 37 - Repair and warranty services for drywall taping and finishing tools and attachments therefor
200225-9025CA	TAPETECH	Canada	Registered	697219	1992-01-15	421433	1993-12-24	2023-12-24	8 - Hand-powered automatic and non-automatic taping machines and attachments namely broadknives, long-armed joint compound dispensing tool, pumps for loading taping machines, screens, gaskets, o-rings, nylon seats, blades, cables, rollers for use in corners, finishers for use in corners, applicators used to distribute joint compound into interior angles, finishers for use on flat surfaces, applicators used to lay joint compound on flat or surfaces and corner joints, extension pieces used to increase tool arm length, handles used to extend length of tools; hand-operated automatic and non-automatic drywall taping tools and component parts therefor, namely, broadknives, long-armed joint compound

MBF Ref.	Mark Name	Country	Status	Application Number	Filed Date	Registration Number	Registration Date	Renewal Due Date	Class Description
									dispensing tool, pumps for loading taping machines, screens, gaskets, o-rings, nylon seats, blades, cables, rollers for use in corners, finishers for use in corners, applicators used to distribute joint compound into interior angles, finishers for use on flat surfaces, applicators used to lay joint compound on flat or surfaces and corner joints, extension pieces used to increase tool arm length, handles used to extend length of tools
200225-9055EM	TAPET ECH	European Union IPO	Registered	4928628	2006-02-23	4928628	2007-04-10	2026-02-23	8 - Drywall taping tools; parts and accessories therefor
200225-9035WP	TAPET ECH	International	Registered	1164028	2013-05-02	1164028	2013-05-02	2023-05-02	8 - Manually operated drywall taping and finishing tools and attachments therefor, namely, tapers, finishing boxes, corner applicators, corner finishers, loading pumps, adapters and mud heads, corner rollers, nail spotters, handles and part kits comprised of replacement structural parts for the aforementioned goods; manually operated drywall taping tools in the nature drywall tape applicators 37 - Repair and warranty repair services for drywall taping and finishing tools and attachments therefor
200225-9035NZ	TAPET ECH	New Zealand	Registered	1164028	2013-05-02	1164028	2013-05-02		8 - Manually operated drywall taping and finishing tools and attachments therefor, namely, tapers, finishing boxes, corner applicators, corner finishers, loading pumps, adapters and mud heads, corner rollers, nail spotters, handles and part kits comprised of replacement structural parts for the aforementioned goods; manually operated drywall taping tools in the nature drywall tape applicators 37 - Repair and warranty repair services for drywall taping and finishing tools and attachments therefor
200225-9035US	TAPET ECH	United States	Registered	76/449282	2002-09-13	2785831	2003-11-25	2023-11-25	8 - Manually operated drywall taping tools in the nature drywall tape applicators

MBF Ref.	Mark Name	Country	Status	Application Number	Filed Date	Registration Number	Registration Date	Renewal Due Date	Class Description
200225-9035US01	TAPET ECH	United States	Registered	85/914850	2013-04-25	4454083	2013-12-24	2023-12-24	8 - Manually operated drywall taping and finishing tools and attachments therefor, namely, tapers, finishing boxes, corner applicators, corner finishers, loading pumps, adapters and mud heads, corner rollers, nail spotters, handles and part kits comprised of replacement structural parts for the aforementioned goods 37 - Repair and warranty repair services for drywall taping and finishing tools and attachment therefor
200225-9086AU	TAPET ECH & DESIGN	Australia	Registered	1175762	2013-05-02	1175762	2014-01-07		8 - Manually operated drywall taping and finishing hand tools and attachments therefor, namely, tapers, finishing boxes, corner applicators, corner finishers, loading pumps, adapters and mud heads, corner rollers, nail spotters, handles and part kits comprised of replacement structural parts for the aforementioned goods 37 - Repair services for drywall taping and finishing tools and attachments therefor
200225-9086WP	TAPET ECH & DESIGN	International	Registered	1175762	2013-05-02	1175762	2013-05-02	2023-05-02	8 - Manually operated drywall taping and finishing hand tools and attachments therefor, namely, tapers, finishing boxes, corner applicators, corner finishers, loading pumps, adapters and mud heads, corner rollers, nail spotters, handles and part kits comprised of replacement structural parts for the aforementioned goods 37 - Repair services for drywall taping and finishing tools and attachments therefor
200225-9086NZ	TAPET ECH & DESIGN	New Zealand	Registered	1175762	2013-05-02	1175762	2013-05-02		8 - Manually operated drywall taping and finishing hand tools and attachments therefor, namely, tapers, finishing boxes, corner applicators, corner finishers, loading pumps, adapters and mud heads, corner rollers, nail spotters, handles and part kits comprised of replacement structural parts for the aforementioned goods 37 - Repair services for drywall taping and finishing

MBF Ref.	Mark Name	Country	Status	Application Number	Filed Date	Registration Number	Registration Date	Renewal Due Date	Class Description
									tools and attachments therefor
200225-9086US	TAPETECH & DESIGN	United States	Registered	85/914858	2013-04-25	4454085	2013-12-24	2023-12-24	8 - Manually operated drywall taping and finishing tools and attachments therefor, namely, tapers, finishing boxes, corner applicators, corner finishers, loading pumps, adapters and mud heads, corner rollers, nail spotters, handles and part kits comprised of replacement structural parts for the aforementioned goods 37 - Repair and warranty repair services for drywall taping and finishing tools and attachments therefor
200225-9112AU	WIZARD	Australia	Registered	1261128	2015-07-09	1261128	2015-07-09		8 - Handles for hand-operated drywall finishing tools
200225-9112CA	WIZARD	Canada	Application	1736559	2015-07-09				99 - Class: CA Goods: Handles for hand-operated drywall finishing tools
200225-9112EM	WIZARD	European Union IPO	Published	1261128	2015-07-09				8 - Handles for hand-operated drywall finishing tools
200225-9112WP	WIZARD	International	Registered	1261128	2015-07-09	1261128	2015-07-09	2025-07-09	8 - Handles for hand-operated drywall finishing tools
200225-9112NZ	WIZARD	New Zealand	Registered	1261128	2015-07-09	1261128	2015-07-09		8 - Handles for hand-operated drywall finishing tools
200225-9112US	WIZARD	United States	Registered	86/647737	2015-06-01	4900907	2016-02-16	2026-02-16	20 - Handles for hand-operated drywall finishing tools comprised primarily of non-metal
200225-9045US	WORK SMART	United States	Registered			PA290535	1986-04-28		50 - Goods Not Provided
200225-9057AU	XTENDER	Australia	Registered	1121440	2006-06-29	1121440	2006-06-29	2026-06-29	8 - Hand tools and implements excluding expanders, spanners and wrenches; drywall finisher tools
200225-9057CA	XTENDER	Canada	Registered	1307314	2006-06-28	727013	2008-10-27	2023-10-27	99 - Class: CA Goods: Drywall finisher tools

MBF Ref.	Mark Name	Country	Status	Application Number	Filed Date	Registration Number	Registration Date	Renewal Due Date	Class Description
200225-9057EM	XTENDER	European Union IPO	Registered	5199674	2006-06-29	5199674	2007-06-14	2026-06-29	8 - Drywall finisher tools
200225-9057NZ	XTENDER	New Zealand	Registered	750412	2006-06-29	750412	2006-06-16	2026-06-16	8 - Drywall finisher tools
200225-9057US	XTENDER	United States	Registered	78/910571	2006-06-16	3354668	2007-12-11	2017-12-11	8 - Handles for hand-operated drywall finishing tools
200225-9057US01	XTENDER	United States	Registered	86/135677	2013-12-05	4579415	2014-08-05	2024-08-05	8 - Handles for hand-operated drywall finishing tools

TRADEMARK SECURITY AGREEMENT

THIS TRADEMARK SECURITY AGREEMENT, dated as of February 1, 2017, is made by AXIA ACQUISITION HOLDING CORPORATION, a Delaware corporation ("AAHC") and AXIA ACQUISITION CORPORATION, a Delaware corporation ("AAC") (AAHA and ACC are referred to individually and collectively as "Debtor"), in favor of and WELLS FARGO BANK, NATIONAL ASSOCIATION ("Bank").

WITNESSETH:

WHEREAS, Debtor and Bank have entered into a First Amended and Restated Credit Agreement, dated as of even date herewith (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Credit Agreement");

WHEREAS, to secure its obligations to Bank, each Debtor has entered into a separate security agreement with Bank, each dated as of even date herewith (each, as amended, restated, amended and restated, supplemented or otherwise modified from time to time, a "Security Agreement");

WHEREAS, pursuant to the Credit Agreement and the Security Agreements, the Debtor is required to execute and deliver this Trademark Security Agreement;

NOW, THEREFORE, in consideration of the premises and to induce Bank to enter into the Credit Agreement and to induce Bank to make its extensions of credit to Debtor thereunder, Debtor hereby agrees with Bank as follows:

Section 1. Defined Terms.

(a) Capitalized terms used herein without definition are used as defined in the Credit Agreement.

(b) Capitalized terms that are not otherwise defined herein shall have the meanings set forth herein:

"*Trademarks*" shall mean (a) all trademarks, trade names, fictitious business names, service marks, logos, trade dress and other source or business identifiers (whether registered or unregistered), and all goodwill associated therewith, now existing or hereafter adopted or acquired, all registrations and recordings thereof, and all applications in connection therewith, whether in the United States Patent and Trademark Office or in any similar office or agency of the United States, any State thereof or any other country or any political subdivision thereof, or otherwise, and all common-law rights related thereto; including any of the foregoing referred to in Schedule 1, (b) the right to obtain all renewals thereof, and (c) all income, royalties, and proceeds at any time due or payable or asserted under or with respect to any of the foregoing.

"*Trademark License*" shall mean any agreement, whether written or oral, providing for the grant by or to Debtor of any right to use any Trademark, including any of the foregoing referred to in Schedule 1.

Section 2. Grant of Security Interest in Trademark Collateral. Debtor, as collateral security for the prompt and complete payment and performance when due (whether at stated maturity, by acceleration or otherwise) of the "Indebtedness" of Debtor (as "Indebtedness" is defined in its Security Agreement), hereby mortgages and pledges to Bank, and grants to Bank a Lien on and security interest in, all of its right, title and interest in, to and under the following Collateral (the "*Trademark Collateral*"):

(a) all of its Trademarks and all Trademark Licenses providing for the grant by or to Debtor of any right under any Trademark, including those referred to on Schedule 1 hereto;

(b) all renewals and extensions of the foregoing;

(c) all goodwill of the business connected with the use of, and symbolized by, each such Trademark; and

(d) all income, royalties, proceeds and Debt at any time due or payable or asserted under and with respect to any of the foregoing, including all rights to sue and recover at law or in equity for any past, present and future infringement, misappropriation, dilution, violation or other impairment thereof.

Section 3. Credit Agreement. The security interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interest granted to Bank pursuant to the Credit Agreement and the Security Agreements, and Debtor hereby acknowledges and agrees that the rights and remedies of Bank with respect to the security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Credit Agreement and the Security Agreements, the terms and provisions of which are incorporated by reference herein as if fully set forth herein. In the event that any provision of this Trademark Security Agreement conflicts with any provision of the Credit Agreement or the Security Agreements, the Credit Agreement and Security Agreement, as applicable, shall govern.

Section 4. Debtor Remains Liable. Debtor hereby agrees that, anything herein to the contrary notwithstanding, Debtor shall assume full and complete responsibility for the prosecution, defense, enforcement or any other necessary or desirable actions in connection with their Trademarks subject to a security interest hereunder.

Section 5. Counterparts. This Trademark Security Agreement may be executed in any number of counterparts and by different parties in separate counterparts; each of which when so executed shall be deemed to be an original and all of which taken together shall

constitute one and the same agreement. Signature pages may be detached from multiple separate counterparts and attached to a single counterpart.

Section 6. Joint and Several Liability. The obligations, duties, indebtedness, representations and warranties of each Debtor hereunder shall be joint and several.

Section 7. Governing Law. **THIS TRADEMARK SECURITY AGREEMENT AND THE RIGHTS AND OBLIGATIONS OF THE PARTIES HERETO SHALL BE GOVERNED BY, AND CONSTRUED AND INTERPRETED IN ACCORDANCE WITH, THE LAW OF THE STATE OF GEORGIA WITHOUT REFERENCE TO CONFLICTS OF LAW PROVISIONS.**

IN WITNESS WHEREOF, Debtor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

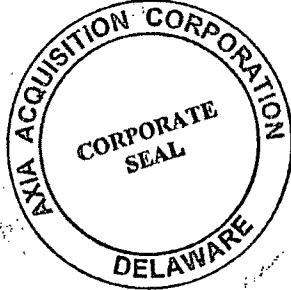


AXIA ACQUISITION HOLDING CORPORATION

By: [Signature] CEO
Fred J. Daniels, III, Chief Executive Officer

By: [Signature]
Thomas J. Dooley, Jr., Chief Financial Officer

[SEAL]



AXIA ACQUISITION CORPORATION

By: [Signature] CEO
Fred J. Daniels, III, Chief Executive Officer

By: [Signature]
Thomas J. Doble, Jr., Chief Financial Officer

[SEAL]

ACCEPTED AND AGREED:

WELLS FARGO BANK, NATIONAL ASSOCIATION

By: _____
Name: _____
Title: _____

IN WITNESS WHEREOF, Debtor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

AXIA ACQUISITION HOLDING CORPORATION

By: _____
Fred J. Daniels, III, Chief Executive Officer

By: _____
Thomas J. Dooley, Jr., Chief Financial Officer

[SEAL]

AXIA ACQUISITION CORPORATION

By: _____
Fred J. Daniels, III, Chief Executive Officer

By: _____
Thomas J. Dooley, Jr., Chief Financial Officer

[SEAL]

ACCEPTED AND AGREED:

WELLS FARGO BANK, NATIONAL ASSOCIATION

By: _____
Name: David Wilson
Title: _____