



## GRANT OF SECURITY INTEREST IN TRADEMARKS

WHEREAS, TRAMEC CORPORATION, a Kansas corporation; AUTOMATE II, INCORPORATED, a Kansas corporation; and TRADE LEASING COMPANY, INC., a Kansas corporation (collectively, the "Grantor"), having their chief executive office at 30 Davis Street, Iola, Kansas 66749, is the owner of all right, title and interest, and all goodwill associated therewith, in, to and under the trademarks, service marks, trademark and service registrations, applications to register trademarks and service marks, and common law rights therein, set forth on Schedule A attached hereto (the "Marks");

WHEREAS, LASALLE BUSINESS CREDIT, INC., a Delaware corporation, having its principal offices at 135 South LaSalle Street, Suite 400, Chicago, Illinois 60603 (the "Grantee"), desires to acquire a security interest in, and lien on, all of Grantor's right, title and interest in and to the Marks; and

WHEREAS, the Grantor is willing to assign and grant to the Grantee a security interest in and lien upon the Marks;

NOW, THEREFORE, for good and valuable consideration, the sufficiency and receipt of which is hereby acknowledged, and subject to the terms and conditions of the Intellectual Property Security Agreement, dated as of October 27, 1998, between the Grantor and the Grantee (as amended from time to time, the "Security Agreement"), the Grantor hereby assigns and grants to the Grantee a security interest in, and a lien upon, all of Grantor's right, title and interest in, to and under (i) all of Grantor's worldwide rights, title and interest in, to and under the Marks, and any and all goodwill associated therewith; (ii) all Proceeds (as such term is defined in the Security Agreement) and products of the Marks, (iii) all of the goodwill of the businesses with which the Marks are associated and (iv) all causes of action, past, present and future, for infringement, misappropriation, or dilution of any of the Marks or unfair competition regarding the same.

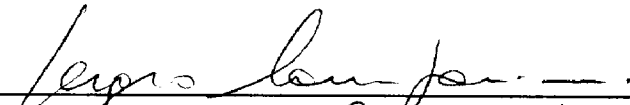
This GRANT OF SECURITY INTEREST is made to secure the satisfactory performance and payment of all the Obligations (as such term is defined in the Security Agreement) of the Grantor and shall be effective as of the date of the Security Agreement.

This Grant of Security Interest has been granted in conjunction with the security interest granted to Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant of Security Interest are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

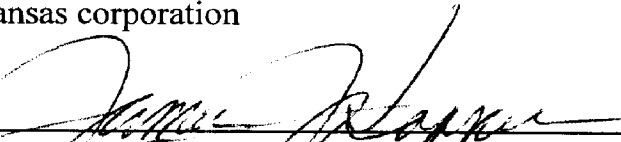
IN WITNESS WHEREOF, the undersigned have executed this Grant of Security Interest as of the 27<sup>th</sup> day of October, 1998.

**GRANTOR:**

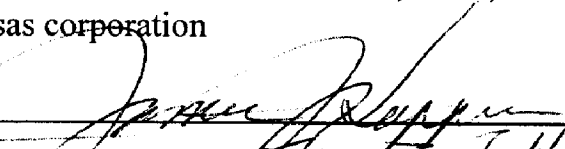
**TRAMEC CORPORATION,**  
a Kansas corporation

By:   
Name: SERGIO CAMPANINI  
Title: PRESIDENT

**AUTOMATE II, INCORPORATED,**  
a Kansas corporation

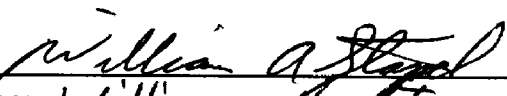
By:   
Name: JAMES J. HAGGREN  
Title: PRESIDENT

**TRADE LEASING COMPANY, INC.,**  
a Kansas corporation

By:   
Name: JAMES J. HAGGREN  
Title: PRESIDENT

**LENDER:**

**LASALLE BUSINESS CREDIT, INC.,**  
a Delaware corporation

By:   
Name: William A. Stapel  
Title: First Vice President

STATE OF Missouri )

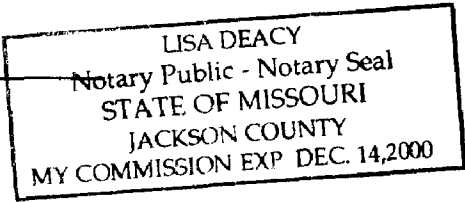
COUNTY OF Jackson )

On this 20<sup>th</sup> day of October, 1998, before me personally came Sergio Campinini, to me known, who, being by me duly sworn did depose and say that he is the President of TRAMEC CORPORATION, a Kansas corporation, the corporation described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation; and that he signed his name thereto by like order.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

Lisa Deacy  
Notary Public

My Commission Expires: 12-14-2000



STATE OF Missouri )

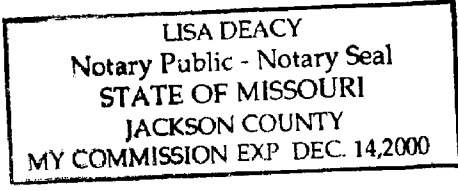
COUNTY OF Jackson )

On this 20<sup>th</sup> day of October, 1998, before me personally came James Hopper to me known, who, being by me duly sworn did depose and say that he is the President of AUTOMATE II INCORPORATED, a Kansas corporation, the corporation described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation; and that he signed his name thereto by like order.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

Lisa Deacy  
Notary Public

My Commission Expires: 12-14-2000



STATE OF MISSOURI )

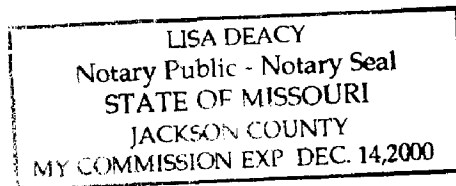
COUNTY OF JACKSON )

On this 22<sup>nd</sup> day of October, 1998, before me personally came JAMES HOPPER me known, who, being by me duly sworn did depose and say that he is the PRESIDENT of TRADE LEASING COMPANY, INC., a Kansas corporation, the corporation described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation; and that he signed his name thereto by like order.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

Lisa Deacy  
Notary Public

My Commission Expires: 12-14-2000



STATE OF ILLINOIS )

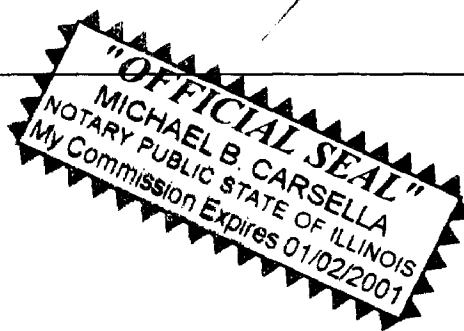
COUNTY OF COOK )

On this 29<sup>th</sup> day of October, 1998, before me personally came William A. Stage-1 me known, who, being by me duly sworn did depose and say that he is the 1<sup>st</sup> VP of LASALLE BUSINESS CREDIT, INC., a Delaware corporation, the corporation described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation; and that he signed his name thereto by like order.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

Michael B. Carrella  
Notary Public

My Commission Expires: \_\_\_\_\_



**SCHEDULE A**

**TRADEMARK REGISTRATIONS**

<u>Reg No./Serial No.</u>	<u>Mark</u>	<u>Date</u>
1,360,406	Globe on Field (Design Only)	9/17/85
1,824,303	Sonogrip	3/1/94
1,828,161	T in Globe (Design)	3/29/94
1,844,212	T in Oval (Design)	7/12/94

**TRADEMARK APPLICATIONS**

<u>Reg No./Serial No.</u>	<u>Mark</u>	<u>Date</u>
75/442,376	TEV (Pending)	3/2/98
75/442,396	STEV (Pending)	3/2/98

**COMMON LAW TRADEMARKS**

**NONE.**