

03-11-2003

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To the Honorable Commissione

the attached original documents or copy thereof.

1. Name of conveying party(ies):

Fairbanks Scales Inc.  
821 Locust  
Kansas, Missouri 64106

- Individual(s)
- General Partnership
- Corporation-State: Kansas
- Other \_\_\_\_\_

- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies):

Name: PNC Bank, National Association

Internal Address: \_\_\_\_\_

Street Address: Two Tower Center Boulevard

City: New Brunswick State: NJ ZIP: 08816

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State \_\_\_\_\_
- Other National Association

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)

Additional Name(s) & address(es) attached?  Yes  No

3. Nature of conveyances:

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

Execution Date: December 19, 2002

4. Application Number(s) or registration number(s):

A. Trademark Application.(s)  
SEE ATTACHED SCHEDULE A

B. Trademark registration No.(s)  
SEE ATTACHED SCHEDULE A

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Federal Research Corporation

Internal Address: \_\_\_\_\_

Street Address: 400 Seventh Avenue, N.W., Suite 101

City: Washington State: DC ZIP: 20004

6. Total number of applications and registrations involved: \_\_\_\_\_

6

7. Total fee (37 CFR 3.41): \_\_\_\_\_ \$ 165.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: \_\_\_\_\_

(Attach duplicate copy of this page if paying by deposit account)

03/12/2003 TBIAZI 00000052 2391834

DO NOT USE THIS SPACE

01 FC:8521 40.00 OP  
02 FC:8522 125.00 OP

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Daren J. Stamp

Name of Person Signing

Daren J. Stamp

Signature

January 15, 2002

Date

Total number of pages including coversheet, attachments and document: \_\_\_\_\_

5

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated December 9, 2002, by and between FAIRBANKS SCALES INC. and PNC BANK, NATIONAL ASSOCIATION, as Agent.

<b>Reg. No. or Application No.</b>	<b>Trademark</b>	<b>Country</b>	<b>Reg. or Filing Date</b>
28942	FAIRBANKS SCALES	Pennsylvania	3/29/88
6246	FAIRBANKS SCALES	South Carolina	4/20/88
2,391,834	WINLOGIX	USA	10/3/00
2,564,086	ULTEGRA	USA	4/23/02
2,214,986	INTALOGIX	USA	12/29/88
2,246,414	MEGABAR	USA	5/18/99

## TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, Fairbanks Scales Inc., a corporation formed under the laws of the State of Kansas, located at 821 Locust, Kansas City, Missouri 64106 ("Fairbanks"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Fairbanks and Thurman Scale Company (together with Fairbanks, each a "Borrower" and jointly and severally, the "Borrowers") are obligated to PNC Bank, National Association ("PNC") and various financial institutions (together with PNC, collectively, the "Lenders") named in or which hereafter become a party to the Loan Agreement (as hereafter defined) and PNC as agent for Lenders (PNC in such capacity, "Agent"), pursuant to a certain (i) Amended and Restated Subordinated Term Loan and Security Agreement, dated as of the date hereof, among Agent, Lenders and Borrowers and (ii) Trademark Collateral Security Agreement, dated as of December 10, 1998 (as amended by Amendment and Reaffirmation of Trademark Collateral Security Agreement dated as of the date hereof and as further amended, modified or restated from time to time), made by Fairbanks in favor of Agent for the ratable benefit of Lenders (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

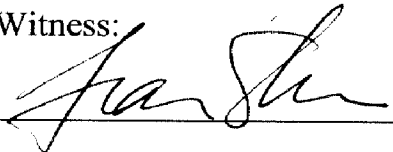
WHEREAS, pursuant to the Agreements, Fairbanks is granting to Agent for its benefit and for the ratable benefit of Lenders a security interest in the Marks, the goodwill of the business for its benefit and symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Fairbanks does hereby assign unto Agent for its benefit and for the ratable benefit of Lenders and grant to Agent for its benefit and for the ratable benefit of Lenders a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

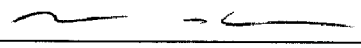
Fairbanks expressly acknowledges and affirms that the rights and remedies of Agent and Lenders with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: New York, New York  
December 19 2002

Witness:

  
\_\_\_\_\_

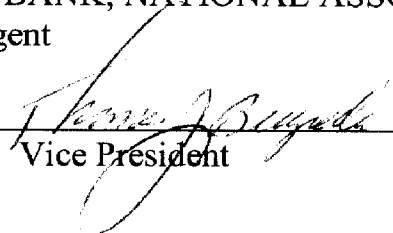
FAIRBANKS SCALES INC.

By:   
Title: \_\_\_\_\_

Witness:

  
\_\_\_\_\_

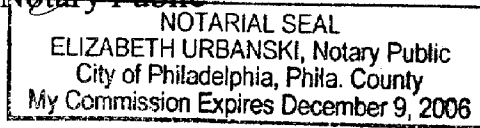
PNC BANK, NATIONAL ASSOCIATION,  
as Agent

By:   
Title: Vice President

STATE OF PA )  
 ) ss.  
COUNTY OF Phila )

On this 18<sup>th</sup> day of December, 2002, before me personally came Thomas J. Bugieda, to me known, who, being by me duly sworn, did depose and say that he is the V.P. of PNC BANK, NATIONAL ASSOCIATION, the national association described in and which executed the foregoing instrument and that he signed his name thereto by on behalf of said association.

Elizabeth Urbanski  
Notary Public



STATE OF NY )  
 ) ss.  
COUNTY OF NY )

On this 19<sup>th</sup> day of December, 2002, before me personally came Richard G. Warden, to me known, who, being by me duly sworn, did depose and say that he is the Pres / COO of KEY CORPORATE CAPITAL, INC., 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.

**SEGISMUNDO CASTELLAR**  
Notary Public, State of New York  
No. 01CA5032224  
Qualified in Queens County  
Certificate Filed in New York County  
Commission Expires Aug. 22, 2006

[Signature]  
Notary Public

STATE OF PA )  
 ) ss.  
COUNTY OF Phila )

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Elizabeth Urbaniski  
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