

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Gordon Acquisition, Inc.

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 09/25/2003

2. Name and address of receiving party(ies)

Name: Sky Bank

Internal Address: Attn: David Summers

Street Address: 250 Insurance Street

City: Beaver State: PA Zip: 15009

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Connecticut Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,492,581 and 2,492,582

Additional number(s) attached Yes No

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

Name: Thorp Reed & Armstrong, LLP

Internal Address: Attn: D. Craig Russell, III

Street Address: One Oxford Centre 301 Grant Street, 14th Floor

City: Pittsburgh State: PA Zip: 15219-1425

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 3.41) \$ 65.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

20-0888

DO NOT USE THIS SPACE

9. Signature.

Richard J. Coldren Name of Person Signing

Richard J. Coldren Signature

9/26/03 Date

Total number of pages (including cover sheet, attachments, and document): 4

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

NOTICE OF SECURITY INTEREST
U.S. TRADEMARKS

WHEREAS, Gordon Acquisition, Inc., a Pennsylvania corporation (the "Assignor", has adopted, used and is using the trademarks listed on the annexed Schedule A, which trademarks are registered, to the extent indicated, in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, pursuant to a certain Loan Agreement, dated of even date herewith, by and among the Assignor, Gordon Investments, Inc., a Delaware corporation ("GI") (GI and Assignor are each a "Borrower" and, collectively, the "Borrowers"), and Sky Bank (the "Assignee") (as amended, modified or supplemented from time to time, the "Loan Agreement"), the Borrowers are obligated to the Assignee, and the Assignor has entered into that certain Patent, Trademark and Copyright Security Agreement, dated of even date herewith (the "Security Agreement") in favor of the Assignee; and

WHEREAS, pursuant to the Security Agreement, the Assignor has assigned to the Assignee, and granted to the Assignee, a mortgage on, pledge of and security interest in, all right, title and interest of the Assignor in and to the Trademarks, together with all the good will of the business symbolized by the Trademarks, and the registrations or applications for registration thereof, and all proceeds thereof, including, without limitation, any royalties, claims for infringement and proceeds of sale or other disposition thereof (the "Trademark Collateral") to secure the payment and performance of the Debt (as defined in the Loan Agreement).

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, the Assignor does hereby further assign unto the Assignee and grant to the Assignee a mortgage on, pledge of and security interest in the Trademark Collateral to secure prompt payment and performance of the Debt.

The Assignor does hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the assignment of, mortgage on, pledge of and security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth in this Assignment.

The Assignee's address is 250 Insurance Street, Beaver, Pennsylvania 15009.

[INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed on the 25th day of September 2003.

ATTEST/WITNESS:

Gordon Acquisition, Inc., a Pennsylvania corporation

By: Marcia O. Gordon
Name: Marcia O. Gordon
Title: Vice Pre Secretary

By: David A. Gordon (SEAL)
Name: DAVID A - GORDON
Title: PRESIDENT

Schedule A

TRADEMARKS

Registered Trademarks

| Trademark | Registration No. | Date Issued |
|------------------|-------------------------|--------------------|
| Hardy & Hayes | 2,492,581 | September 25, 2001 |
| Griffin Logo | 2,492,582 | September 25, 2001 |