

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Everest Equipments Inc.		11/05/2004	COMPANY: CANADA
RECEIVING PARTY DATA			
Name:	Bank One, N.A.		
Street Address:	111 E. Wisconsin Avenue		
City:	Milwaukee		
State/Country:	WISCONSIN		
Postal Code:	53202		
Entity Type:	CORPORATION:		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	1287041	EVEREST	
Registration Number:	0733392	ROLL-OVER	
Serial Number:	78339334	AMERICAN SNO-PLOWS	
Serial Number:	78339320	AMERICAN SNO-PLOWS	
Registration Number:	0838732	FRINK	
CORRESPONDENCE DATA			
Fax Number:	(414)223-5000		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	414-273-2100		
Email:	jhok@whdlaw.com		
Correspondent Name:	Jere L. Houk		
Address Line 1:	Whyte Hirschboeck Dudek S.C.		
Address Line 2:	555 E. Wells Street, Suite 1900		
Address Line 4:	Milwaukee, WISCONSIN 53202		
NAME OF SUBMITTER:	Jere L. Houk		

CH \$140.00 1287041

Signature:

/jlh/

Date:

01/07/2005

Total Attachments: 3

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NOTICE OF SECURITY INTEREST IN TRADEMARKS

THIS NOTICE OF SECURITY INTEREST IN TRADEMARKS is by and between EVEREST EQUIPMENTS INC. (also known as Everest Equipment Inc.), a company existing under the laws of Canada, having its head office at 1077 Westmount Street, Ayer's Cliff, Quebec, J0B 1C0 (the "Company"), and BANK ONE, N.A., as Agent (the "Agent") for the Lenders and as LC Issuer, with its main office in Chicago, Illinois.

The parties acknowledge the following:

A. The Company has executed a Credit Agreement dated the date hereof, as it may be amended from time to time by and among FWD SEAGRAVE HOLDINGS, LP, a Delaware limited partnership, SEAGRAVE FIRE APPARATUS, LLC, a Delaware limited liability company, SEAGRAVE FIRE APPARATUS COMPANY, an unlimited liability company existing under the laws of the Province of Nova Scotia, the SCHMIDT ENGINEERING & EQUIPMENT, INC., a Delaware corporation, and 3094489 NOVA SCOTIA COMPANY, an unlimited liability company existing under the laws of the Province of Nova Scotia (each a "Borrower" and collectively, the "Borrowers"), the other Loan Parties, the Agent, the Lenders and the LC Issuer party thereto (the "Credit Agreement");

B. The Company has adopted, used and is using the trademarks (the "Trademarks") listed on Exhibit A attached hereto, which Trademarks are registered with the United States Patent and Trademark Office;

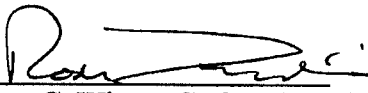
C. The Company has granted to the Agent, for the benefit of the Lenders, the LC Issuer and the Agent, a security interest in the Trademarks and the goodwill of the Company's business connected with and symbolized by the Trademarks on the terms and conditions set forth in the Credit Agreement and the Security Agreement;

D. Pursuant to the Credit Agreement and the Security Agreement, the Company has granted to the Agent a security interest in and to all of the Trademarks, service marks, applications therefore and associated goodwill therein, now owned or from time to time after the date hereof owned or acquired by the Company, and in and to all proceeds and benefits thereof; and

E. Capitalized terms not defined herein shall have their meaning as set forth in the Credit Agreement.

Dated as of November 5, 2004.

EVEREST EQUIPMENTS INC.

By 
Rodney C. Winter, CEO and President

BANK ONE, NA, as Agent

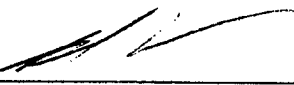

By 
Richard L. Marcus, First Vice President

EXHIBIT A

MARK	Reg. No./ Serial No.
 EVEREST (and design)	U.S. Reg. 1287041
 ROLL-OVER (stylized)	U.S. Reg. 0733392
 AMERICAN SNO-PLOWS (and design)	U.S. S/N 78339334
 AMERICAN SNO-PLOWS (stylized)	U.S. S/N 78339320
 FRINK (and design)	U.S. Reg. 0838732