

Form PTO-1594 (Rev. 03/05)
OMB Collection 0651-0027 (exp. 6/30/2005)

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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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):

Rockford Powertrain, Inc.

- Individual(s)
- General Partnership
- Corporation- State: Illinois
- 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) March 24, 2005

- Assignment
- Security Agreement
- Other Release of Security Interest
- Merger
- Change of Name

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No. (s)

71258044

B. Trademark Registration No.(s)

0254566

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

Pullmore ("Trademark") power-transmission clutches, and parts thereof
U.S. Cl.23

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

Name: Mr. James W. Keeling, Esq.

Internal Address: _____

Street Address: 100 Park Avenue

City: Rockford

State: IL Zip: 61105-1389

Phone Number: (815) 490-4900

Fax Number: (815) 963-9993

Email Address: _____

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$40.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers 1003
Expiration Date 08/2005

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:

James W. Keeling
Signature
James W. Keeling
Name of Person Signing

June 7, 2005

Date

Total number of pages including cover sheet, attachments, and document: 7

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

OP \$40.00 0254566

**GMAC
Commercial
Finance**

April 11, 2005

Rhonda K. Brunette
Vice President & Chief Financial Officer
Rockford Powertrain, Inc.
1200 Windsor Road
Rockford, Illinois 61132

Re: Sale of Excess Equipment

Dear Rhonda:

GMAC Commercial Finance LLC ("Lender") consents to the sale of the equipment and trademark listed on Exhibit A attached hereto (the "Excess Equipment") provided that the proceeds of the sale of such equipment are provided to Lender in immediately available funds by no later than April 30, 2005. Lender will release its liens on each piece of the Excess Equipment, which is sold upon delivery of the proceeds to Lender in immediately available funds.

Other than the liens being released on the Excess Equipment in accordance with the terms set forth above, Lender is not releasing any of its liens on any of the other Collateral (as defined in the Loan and Security Agreement between Lender and Rockford Powertrain, Inc. dated April 17, 2000 (as amended, the "Loan Agreement")) nor is Lender waiving any of its rights or remedies under the Loan Agreement or applicable law. Please contact me with any questions.

Very truly yours,

GMAC COMMERCIAL FINANCE LLC

By: 

Daniel J. Manella, Senior Vice President

Exhibit A
Excess Equipment

<u>Asset</u>	<u>Description</u>	<u>Forced Liquidation Value</u>
0139	LEBLOND GRINDER #2	\$200
0679	24" WET GRINDER	\$0
1002	BELT SANDER AND GRINDER	\$0
1084	DELTA SINGLE SPINDLE DRILL	\$0
1212	BROACH VERT 12T AMERICAN	\$500
1215	DELTA SINGLE SPINDLE DRILL	\$0
1299	BLISS PRESS 65T	\$2,000
1350	DOALL SURFACE GRINDER	\$1,500
1369	DELTA SINGLE SPINDLE DRILL	\$0
1425	DELTA SINGLE SPINDLE DRILL	\$0
1471	DENNISON PRESS	\$750
1476	DELTA SINGLE SPINDLE DRILL	\$0
1518	DOUBLE END GRINDER #W10 10"	\$0
1592	PRENTICE ENGINE LATHE	\$1,000
1613	DOALL BAND FILER	\$0
1729	STONE CUTOFF	\$0
1779	FELLOWS GEAR SHAPER	\$10,000
1853	NIAGARA PRESS 110T	\$6,000
2109	FELLOWS RED LINE TEETH PROFILE MACHINE	\$0
2116	HEALD GRINDER	\$1,500
2117	NORTON OD GRINDER	\$3,000
2144	BARBER COLMAN HOBBS	\$5,000
2146	BUFFER	\$0
2153	FELLOWS GEAR SHAPER	\$800
2340	CHICAGO RIVETER	\$0
2355	HAMMOND BUFFING LATHE	\$500
2524	NATCO MULTI SPDL DRILL	\$3,000
2615	HEALD GRINDER - REDIN	\$1,500
2616	REDIN DEBURR MACHINE	\$2,500
2674	DRILLMATION GUN DRILL	\$3,000
2906	BARNES DRILL AND FACER	\$0
2930	BARNES DRILL AND FACER	\$0
2939	BARNES DRILL AND FACER	\$100
3010	KOLEE GRINDER	\$300
3020	BAND SAW	\$0

3041	SUNDSTRAND LATHE 12A	\$750
3138	ALLEN DRILL/TAP	\$1,000
3311	HEAD DRILL 2 SPINDLE	\$0
3315	ROCKWELL DRILL	\$0
3643	FAMCO ARBOR PRESS	\$0
3687	ROCKWELL DRILL	\$0
3758	W/S GRINDER - SCRAP VALUE - PARTS REMOVED	\$17,000
3834	SUNDSTRAND LATHE	\$0
3942	ALLEN DRILL/TAP	\$800
3949	DOALL LATHE 17	\$1,500
4033	WARNER & SWASEY CHUCKER	\$2,000
4037	SUNDSTRAND LATHE 12A	\$3,000
4069	WARNER & SWASEY UNIVERSAL LATHE	\$7,500
4082	WARNER & SWASEY 15 LATHE	\$4,000
4083	WARNER & SWASEY LATHE	\$4,000
4084	WARNER & SWASEY 15 LATHE	\$4,000
4496	HAMMOND PEDESTAL GRINDER	\$0
5010	FAMCO PRESS	\$0
5015	FAMCO PRESS	\$0
5029	WELDER PROGRESSIVE	\$500
5246	BAKER DRILL	\$100
5260	BAKER DRILL	\$100
5268	BAKER DRILL	\$100
5374	NATCO DRILL MULTI SPDL	\$500
5588	NATCO DRILL MULTI SPDL	\$500
5600	DETROIT TRACER LATHE	\$500
5624	DETROIT DUAL RAM BROACH	\$10,000
5674	DRILL/TAP, DEKA	\$1,000
5719	MODERN TUBE CUTOFF	\$6,000
5745	MOHAWK DRILL SHARPENER	\$0
5784	COLONIAL BROACH	\$3,000
5807	WELDER	\$2,000
5828	DELTA SINGLE SPINDLE DRILL	\$0
5833	POWERMATIC DRILL	\$0
5903	GARDNER END GRINDER	\$30,000
5949	BARNES C'BORE DRILL	\$500
5962	MAZAK SLANT 60 LATHE	\$12,000

5963	MAZAK SLANT 60 LATHE	\$12,000
5964	WASHER HK	\$100
5969	WELDER RESISTANCE	\$2,500
5971	ENCO 91250 ENGINE LATHE	\$1,000
6021	SUNDSTRAND TRACER	\$0
6273	MACHINING CENTER	\$15,000
6319	K&T HORIZONTAL MILL	\$35,000
6352	OKUMA LATHE LB25/650	\$0
6380	CINCINATTI CENTERLESS O.D. GRINDER	\$65,000
6650	HAAS VERT MACHINE CENTER	\$15,000
6914	MIYANO MACHINE CENTER	\$25,000
7006	BESLY HORIZONTAL END GRINDER	\$0
	4 - PORTABLE OFFICES 10' X 16' X 116" H	\$6,000
	SOLVENT TANK	\$0
	PACKAGED HYDRAULIC UNIT - 15h	\$0
	MAGNUS SOLVENT WASHER	\$0
	30 - CABINETS 18" X 30" X 7'	\$0
	ASSORTED JIB CRANES	\$0
Total		\$332,100

The following Trademark

<u>Reg. No.</u>	<u>Trademark</u>	<u>Date</u>	<u>Renewal</u>	<u>Goods and Class</u>
254,566	PULLMORE	3-26-29	3-26-09	Power transmission clutches and parts thereof. U.S. Cl. 23

DETROIT 1504312.2