

07-25-2002

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JUL 19 10 10 AM '02

RECORDATION FORM
TRADEMARK

102167430

TO: The Commissioner of Patents and Trademarks: Please record.

Submission Type

- New 7.19.02
- Resubmission (Non-Recordation)
Document ID#
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Nunc Pro Tunc Assignment
- Merger
- Change of Name
- Other

Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association

Other

Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

07/24/2002 09:01:01 00000219 76332202

01 FD:401 320438_1
02 Pt:482

40.00 OP
575.00 OP

TRADEMARK
REEL: 002549 FRAME: 0735

Domestic Representative Name and Address

Enter for the first Receiving Party Only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached
 Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text" value="76332202"/>	<input type="text" value="76114458"/>	<input type="text"/>	<input type="text" value="2243742"/>	<input type="text" value="1359967"/>	<input type="text" value="1090262"/>
<input type="text" value="76114471"/>	<input type="text" value="76090870"/>	<input type="text"/>	<input type="text" value="1661379"/>	<input type="text" value="1316477"/>	<input type="text" value="1087984"/>
<input type="text" value="76114459"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1405705"/>	<input type="text" value="1196573"/>	<input type="text" value="1072178"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account
 Deposit Account
 (Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #
 Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized as indicated here.

Steven D. Thomas
Name of Person Signing

Steven D. Thomas
Signature

July 19, 2002
Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

Conveying Party **Mark if additional names of conveying parties attached**
Enter Additional Conveying Party

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organizaiton

Receiving Party **Mark if additional names of receiving parties attached**
Enter Additional Receiving Party

Name

DBA/AKA/TA

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State/Country

Zip Code

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Corporation Association

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Trademark Application Number(s)

Registration Number(s)

982785

836578

896742

836577

914382

1917140

913550

1500434

865193

890735

**NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of May 29, 2002 (the "Security Agreement") by and among the Obligor party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Senior Creditor Agent (the "Senior Creditor Agent") for the Secured Parties referenced therein (the "Secured Parties"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Senior Creditor Agent for the benefit of the Secured Parties:

TRADEMARKS

<u>Trademark No.</u>	Description of Trademark <u>Item</u>	Date of <u>Trademark</u>
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SEE ATTACHED

Trademark Applications

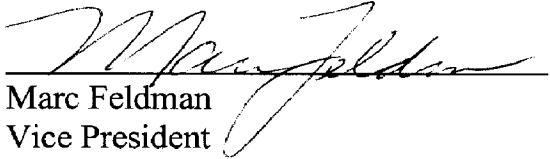
<u>Trademark Applications No.</u>	Description of Trademark <u>Applied For</u>	Date of Trademark <u>Applications</u>
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SEE ATTACHED

The Obligors and the Senior Creditor Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

THETFORD CORPORATION

By: 
Name: Marc Feldman
Title: Vice President

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Senior Creditor Agent

By: _____
Name: _____
Title: _____

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Very truly yours,

THETFORD CORPORATION

By: _____
Name: Marc Feldman
Title: Vice President

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Senior Creditor Agent

By: _____
Name: _____
Title: STEVE A. ARONOWITZ
MANAGING DIRECTOR

**Thetford Corporation
(Delaware Corporation)**

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
TOSS TABS	2243742	5/4/99
THETFORD and Design	1661379	10/22/91
AQUAMATE	1405705	8/19/86
PORTA POTTI	1359967	9/17/85
CAMPA CHEM	1316477	1/29/85
AQUA ZYME	1196573	6/1/82
PORTA POTTI	1090262	5/2/78
DRI-KIEM	1087984	3/28/78
SLIDE-EZ	1072178	8/30/77
SEA FARER	982785	4/30/74
ELECTRA MAGIC	896742	8/18/70
AQUA BOWL (Stylized)	914382	6/8/71
AQUA SOFT	913550	6/8/71
PORTA POTTI (Stylized)	865193	2/25/69
AQUA-KEM	890735	5/12/70
AQUA MAGIC	836578	10/10/67
T THETFORD (Stylized)	836577	10/10/67
BLUE STUFF	1917140	9/5/95
CASSETTE	1500434	8/16/88

Pending Applications

Mark	Serial No.	Filing Date
BUG BUST	76-332202	10/31/01
SONATA	76-114471	8/15/00
ARIA	76-114459	8/15/00
BAVURA	76-114458	8/15/00
WALKAWAY FLUSH	76-090870	7/6/00