

08-27-2002

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

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

1. Name of conveying party(ies): HP Intellectual Corp. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [x] Corporation-State Delaware [] Other Additional name(s) of conveying party(ies) attached? [] Yes [x] No

2. Name and address of receiving party(ies) Name: Bank of America, N.A., as Agent Internal Address: Street Address: 600 Peachtree Street, 5th Floor City: Atlanta State: Ga Zip: 30308 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [] Corporation-State [x] Other National Association If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [x] No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? [] Yes [x] No

3. Nature of conveyance: [] Assignment [] Merger [] Security Agreement [] Change of Name [x] Other Notice of Grant of Security Interest Execution Date: As of December 28, 2001

4. Application number(s) or registration number(s): A. Trademark Application No.(s) Please see the attached Exhibit B. B. Trademark Registration No.(s) Please see the attached Exhibit A. Additional number(s) attached [x] Yes [] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: J. Barrett Carter, Paralegal Internal Address: Parker, Hudson, Rainer & Dobbs LLP Street Address: 285 Peachtree Center Avenue Suite 1500 City: Atlanta State: Ga Zip: 30303

6. Total number of applications and registrations involved: 412 7. Total fee (37 CFR 3.41): \$ 10,315.00 [x] Enclosed [] Authorized to be charged to deposit account 8. Deposit account number: (Attach duplicate copy of this page if paying by deposit account)

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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. J. Barrett Carter Name of Person Signing [Signature] Signature 8-26-02 Date Total number of pages including cover sheet, attachments, and document: 15

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

08/27/2002 6TOM11 00000052 2276305 01 FC:481 02 FC:482 40.00 DP 10275.00 DP

TRADEMARK REEL: 002561 FRAME: 0920

EXHIBIT A

APPLICA CONSUMER PRODUCTS, INC. REGISTERED UNITED STATES TRADEMARKS

<u>Trademark</u>	<u>Reg. No.</u>
2-WAY STEAM CLEAN	2276305
ABRA CURL DABRA	1241978
ADAM HAIR REPLACEMENTS	1472780
ALLCURL TRIO	1107874
AUTO CLEAN	2091886
AVIVA	1303509
BABY BUZZ	2414511
BACTI-BAN	2402724
BANANA SPLIT	1459261
BELSON	2155509
BELSON	2149846
BELSON	1959930
BELSON	1532528
BELSON	1631339
BELSON	1648063
BELSON	1777027
BELSON	1909166
BELSON	1796937
BELSON	1811596
BELSON	1850349
BELSON	2021230
BELSON	1926368
BELSON	2327132
BELSON	2428963
BELSON PRO	1870243
BELSON PRO	2192734
BIG PRO	1200973
BLACK TIE	1370019
BLUE POWER	2530764
BORA BORA	2127837
BOSTON	1911191
BREW 'N GO & DESIGN	2431511
BREW 'N GO DESIGN ONLY	2421504
BREW'N GO	1864239
BRUSH 'N BODY	1568205
BRUSH 'N STYLE	2072792
BUMPER	1763635
CATENT & DESIGN	2311859
CHOICE AWARD	2048259
CITRUS COOLER	2367014
CITRUSMATE PLUS	2396456

TRADEMARK

REEL: 002561 FRAME: 0922

CLOTHES SHAVER	1548341
CLOTHES SHAVER COMBO	1575049
CLOTHES SHAVER JR.	1547426
CLOTHES SHAVER PLUS	1547428
COFFEEMATIC	589880
COLOR MAGIC	2072817
COLOSSAL CURL	2057874
COLOSSAL CURL	1218989
COMARE	1185842
COMFORT GRIP	2196344
COUNTER CLASSICS	2059881
CREATIVE CHEF	2279869
CREATIVE TOUCH	2112869
CUP-AT-A-TIME	2351765
CUP-AT-A-TIME DESIGN ONLY	2471517
CURL DESIGNS	1205343
CURL DIMENSIONS	1212278
CURL MAX BY BELSON	2209658
CURLMASTER	1692623
CURLMASTER	1964684
CURLMASTER	1769244
CURLMASTER	1798726
CURLMASTER	1850284
CURLMASTER (STYLIZED)	1566958
CURLY TOP	1488330
CUSTOM CURL	1211379
DESIGN CHEF	2076011
DESIGN OF AIRPLANE DESIGN	2350444
DESIGN OF K AND KITCHENTOOLS	2251659
DESIGN OF KT	2257857
DESIGN PRO	1672933
DESIGNS THAT WORK FOR YOU	2384109
DINING IN	2362709
DOUBLE DECKER	1459262
EASY STYLER	1228387
EL DORADO	2126170
ELAN	1578677
ENVIRORESEARCH	1560726
ESP	1591753
ESPREE	1186593
EUROFOIL	1699717
EXCELLENCE	1377902

EXPERTIZ	2505451
EXPRES (STYLIZED)	1383213
EXPRESS AIR	2182354
EXPRESSO MIO	2392758
FAMILY CHEF	2155565
FAMILY CHEF	1991649
FIRST CLASS	2148342
FIRST CLASS	1984566
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FIRST CLASS	2356174
FIRST CLASS	2423818
FIRST CLASS (STYLIZED)	1496594
FIRST CLASS GOURMET	2362499
FIRST CLASS GOURMET	2049610
FIRST CLASS HOME	2184715
FIRST CLASS VALET	2112944
FLAVOR SCENTER	2045105
FLAVOR SCENTER HANDY STEAMER	2321634
FLAVOR SCENTER STEAMER	2326210
FLAVOR SCENTER STEAMER PLUS	2326256
FOUR WAY CURLS	1211993
FOUR-SIGHT	2392349
GENTLE AIR	1854113
GENTLE CURLS	1279687
GLACIER	1332920
GOLD 'N HOT	1942498
GOLD 'N HOT	1960764
GOLD 'N HOT	1366361
GOLD 'N HOT	1283132
GOLD 'N HOT	1798727
GOLD 'N HOT	1813002
GOLD 'N HOT	1643467
GOLD 'N HOT	1800041
GOLD 'N HOT	2446818
GOLDEN TOUCH	1488268
GOURMET BASICS	2100213
GRAND OPENINGS	2404706
HAIR PRINTS	2362929
HAIR PRINTS	2460359
HALO LIGHT	2104071
HANDY CHOPPER	2006409

HANDY CHOPPER PLUS	2045138
HANDY JUICER	2006257
HANDY MIXER	1881872
HANDY STEAMER	1836693
HANDYOPENER	2408293
HEALTH ZONE	2232701
HEALTH ZONE	2394309
HEALTHY VIBES	2173754
HEAT PRO	1569531
HEIDELBERG	1779497
HI-TECH	1711228
HIDE-AWAY	1566016
HMS	1971838
HOME BASICS	2151280
HOT SILVER	1500254
IMPERIAL	1318973
INTIMATE SHOWER	1717066
JERDON	2383767
JERDON	2126176
JERDON	1541255
JERDON	2444827
JERDON	2441360
JET BONNET	1926367
JUMBO AIR	2065581
JUMBO CURL	2078161
JUMBO CURL	1216225
K KITCHEN TOOLS (AND DESIGN)	2191266
KITCHEN'S BEST	2294638
KUROTO	2053175
LEADING MAN & WOMAN	1578354
LIGHT 'N EASY	1387373
LITTER MAID	2343052
LITTER MAID	2122007
LITTERMAID	2435881
MAGNA-HEAT	2209557
MAGNA-HEPA	2217587
MAGNUM	1705813
MARK II	1624923
MARK V	1632394
MARKY	1624922
MASARU	1984836
MAXI GRIP	1382880
MEISHO	1356271

METROPOLITAN	1763658
MINIPRO PLUS	2538669
MIRROR GO LIGHTLY	24752836
MIRRORGLIDE	1740541
MTC	1833223
MTR	1746889
MULTI-TEMP	1832522
MULTI-TEMP REGULATOR	1726767
OFF THE WALL	2347664
PALM-AIRE	2179234
PARTYMATE	2328838
PARTYMATE PLUS DESIGN	2324237
PERFECT CURL	1251040
PERFECT POUR	2458015
PERFECT PRO	1371015
PERFECT PRO	1699777
PERFORMANCE MADE SIMPLE	2082273
PLAK TRAC	1554749
POSI TEMP	1345836
POWERPRO	1722912
POWERPRO	1963290
POWERPRO	2302389
PRELUDE	1002328
PREMIERE	1488192
PREMIERE	1597326
PREMIERE	1664869
PREMIERE	1732721
PREMIERE SERIES	2394182
PREMIERE SERIES	2400828
PREMIERE TRAVEL	2215141
PRESS'N CURL	2112645
PRO CARE	1152062
PRO STAR	1345835
PRO STAR	1490928
PRO TEMP	1698849
PRO TOUCH	2151336
PRO TOUCH	1275995
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PRO TOUCH	1764253
PROFILES	2139659
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PROFILES	1456251
PROFILES	1835921
PROFILES	2409291

PROFINISH	2136307
PROTEMP	1338842
PROTOUCH	1698248
PROTOUCH AND DESIGN	1330564
QUICK 'N EASY	2451783
QUICK 'N EASY PLUS	2489437
QUICK GRIP	2449851
QUICK HEAT	1457036
QUICK'N'EASY	2109547
QUIET PRO	1220739
RAP'N ROLL	1230931
ROLLER-ROUND	2439267
ROYAL PRO	2114715
SAIJO	1984837
SALON DESIGNS	1377913
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SALON MASTER	1316650
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SALON MATE	1548986
SANDWICH XPRESS	2402799
SENSI FOIL	1513346
SHAPES	1271857
SHEAR TECH	1537957
SHEAR TECHNOLOGY	1537956
SHEAR TECHNOLOGY	1638180
SHEER BALANCE	1798491
SHINSO	1702413
SHOWER HOUR	2148343
SILENT DRYER	1206826
SILVER BULLET	2493565
SILVERADO	2021306
SIMPLE TOOLS FOR FINE CUISINE	2179134
SIMPLE TOOLS FOR FINE CUISINE	2179135
SIZZLE	1449374
SIZZLELEAN	2358561
SLICE RIGHT	2095862
SLIMGRIP	1779479
SMART STEAM	2247979
SMARTBREW	2441645
SMARTBREW DELUXE	2450204

SMARTBREW PLUS	2505870
SMARTBREW-DESIGN ONLY	2468527
SNEAK-A-CUP	1854111
SOLID GOLD	2386254
SOLID GOLD	1779696
SOLID GOLD	1851079
SOLID GOLD	1452026
SOLID GOLD	1446078
SOPHISTICATE	1309878
STEAM 'N GLIDE	1947540
STRAIGHT'N CURL	2062026
STRATUS	2413167
STYLE DESIGNS	1390564
SUPER CHOPPER	2036290
SUPERAIRE	2241839
SUPERDUCK	1515288
SURE STEAM	1995415
SURE-GRIP	2425653
SWEET HEARTS	1732857
SWING A LIGHT	1461943
TAKUMI	1537952
TEMPTRONIC	1198559
THE BEAUTY CLINIC	1107135
THE BEAUTY MACHINE	1149287
THE CLOTHES SHAVER	1549204
THE MANICURE CENTER	1946105
THE NAIL CENTER	1102992
THE SLICKEST NON-STICK COATING FOR EASIER IRONING	2296921
THE TRAVEL COLLECTION	1193794
THERMAGUARD	2267700
TOAST-IT-ALL	2394222
TOAST-IT-ALL DELUXE	2381866
TOAST-IT-ALL PLUS	2388627
TOYO	1981571
TRAVEL BUG	1213122
TRAVEL BUG	1277966
TRAVEL FOLDER	1212314
TRAVEL PRO	2265444
TRIGGERGUARD	2390583
ULTRA PRO	1332935
ULTRA-TECH	2282044
ULTRA-TECH	2433995
VARI-FLOW	2420061

VERSABREW	2414518
VERSABREW PLUS	2403928
VERSATOAST	2400769
VIA FORZA	2360663
VIP PRO	1613628
VOLUME PRO	2034331
VOLUME'N BODY	2011094
WHISPER-JET	2398097
WINDMERE	2211695
WINDMERE	1461775
WINDMERE	1568049
WINDMERE	1309884
WINDMERE	1193018
WINDMERE	1679814
WINDMERE	1676293
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WINDMERE	1854114
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WINDMERE	2414483
WINDMERE	2307922
WINDMERE	2238903
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WINDMERE	2441389
WINDMERE	2416310
WINDMERE	2423894
WINDMERE	2311858
WINDMERE SALON SYSTEM	1738994
WINDMERE SIGNATURE COLLECTION	1456247
WORRY-FREE-TIMER	2269731
YOSAN	1728936
ZIZZERS	1749231

EXHIBIT B

TrademarkName

APPLICA	75/931219
APPLICA DESIGN	76/050722
ARIZE	78/043701
ARIZE & DESIGN	76/226835
AST	78/034976
BELSON	75/574690
BLACK PEARL	78/044523
BLUE DIAMOND	76/069034
BLUE DIAMOND	76/124128
BLUE DIAMOND LOGO	76/248049
BREW'N GO DELUXE	76/086334
CAFE NOIR	78/048470
CARING FOR YOU AND YOUR CAT	78/035840
CATENT	76/052576
CHILL BUSTER	78/048577
CONTEMPO	370941
CONTEMPO	413800
CONTEMPO	616976
CONTEMPO	74/142514
COOL SPOT	78/027222
cord reel	78/092130
CUP-AT-A-TIME & DESIGN	76/060536
CURL MAXIMIZER	75/427273
CURLMASTER GOLD	78/030368
DURAGLIDE	78/042476
elantra	78/090092
ERGO	78/042566
flavor well	78/090296
FRESHFLUSH	78/077377
FRYMATE	78/072581
GIZMO	78/041497
GOLD'N HOT	76/106608

TrademarkName

haiku	78/092070
I-BREW	78/056512
i2i	78/061260
IBREW	78/056510
INNOVATION UNIVERSITY PLUS DESIGN	75/602202
JUICE WIZARD	78/040317
MEGA HOT	76/077243
MEGA HOT	78/061620
MINI BUZZ	75/654302
MINIPRO	78/025051
PERFECT POCKETS	78/057833
PETAL BRITES	78/068197
PRESTIGE	78/027189
prestige elite	78/101180
PRO TOUCH	75/777953
PROBLEND	75/775981
PROFILES	75/796541
QUIET TURBO	75/465263
RAIN SAFE	78/054940
ROOM SELECT	78/044421
SAFETY PATROL	78/038378
SEAL-AWAY	78/037790
SHOGUN	78/060754

TrademarkName

SILENT FORCE	78/064147
SILENT FORCE TECHNOLOGY	78/064143
SLIMLINE	78/042790
SMARTBOIL	76/002910
SMARTBOIL DELUXE	76/002908
SMARTBOIL PLUS	76/002909
SMARTBREW & DESIGN	75/912436
SMARTEMP	78/032030
SMARTGRIND	76/107111
SMARTGRIND DELUXE	78/033525
SMOOTHIE	75/513975
sonic web design	78/106599
SPIN 'N ROLL	75/679436
STEAM 'N GO	78/042140
STEAMXPRESS	75/810743
SURE STEAM SYSTEM DESIGN	76/202597
THE ART OF BREWING	78/075878
THE ART OF TOASTING	78/097203
THERMAGUARD	78/074418
THERMAL SELECT	78/050376
TORTI . YA!	75/755732
TORTI . YA!	78/031567
TORTI YA!	76/066056
TYPHOON	75/598012
ULTRA TECH	78/021480
web trap	78/116841
WIDE MOUTH	78/035877
zongai	78/083989

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

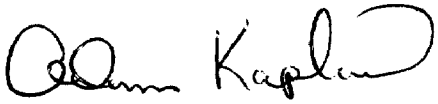
United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of December 28, 2001 (the "Security Agreement") by and among the Credit Parties party thereto (each a "Credit Party" and collectively, the "Credit Parties") and Bank of America, N.A., as Agent (the "Agent") for the Lenders referenced therein (the "Lenders"), the undersigned Credit Party has granted a continuing security interest in and continuing lien upon, the trademark registrations and trademark applications listed on Exhibits A and B hereto to the Agent for the ratable benefit of the Lenders.

HP Intellectual Corp. and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademark registrations 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 registration or trademark application.

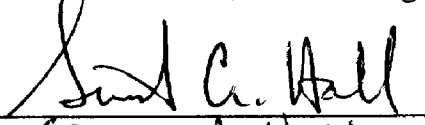
Very truly yours,
HP Intellectual Corp.

By: 

Name: Adam L. Kaplan
Title : Treasurer

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Agent

By: 
Name: STUART A. HALL
Title VICE President