

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	Notice of Grant of Security Interest
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Thetford Corporation		05/26/2004	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Bank of America, N.A., as Administrative Agent
Street Address:	101 N. Tryon Street
Internal Address:	15th Floor
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28255
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 31

Property Type	Number	Word Mark
Registration Number:	2791827	WALK-AWAY FLUSH
Registration Number:	2796226	SUPREME GREEN
Registration Number:	2243742	TOSS TABS
Registration Number:	1917140	BLUE STUFF
Registration Number:	1661379	THETFORD
Registration Number:	1500434	CASSETTE
Registration Number:	1405705	AQUAMATE
Registration Number:	1359967	PORTA POTTI
Registration Number:	1316477	CAMPA CHEM
Registration Number:	1196573	AQUA ZYME
Registration Number:	1090262	PORTA POTTI
Registration Number:	1087984	DRI-KEM
Registration Number:	1072178	SLIDE-EZ
Registration Number:	982785	SEA FARER

OP \$790.00 2791827

Registration Number:	896742	ELECTRA MAGIC
Registration Number:	914382	AQUA BOWL
Registration Number:	913550	AQUA SOFT
Registration Number:	865193	PORTA POTTI
Registration Number:	890735	AQUA-KEM
Registration Number:	836578	AQUA MAGIC
Registration Number:	836577	T THETFORD
Serial Number:	78331203	FOG FREE
Serial Number:	78331201	PROTECT AND SHINE
Serial Number:	78255617	SOAP STAYTION
Serial Number:	78255611	SUDS STAYTION
Serial Number:	78255604	SANI STAYTION
Serial Number:	78130505	AQUA CLEAN
Serial Number:	78127510	ECO SMART
Registration Number:	2840623	BRAVURA
Registration Number:	2744145	BUG BUST
Registration Number:	2779951	ARIA

CORRESPONDENCE DATA

Fax Number: (919)416-8339
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 919 286-8041
Email: PTO_TMconfirmation@mvalaw.com
Correspondent Name: Moore & Van Allen PLLC
Address Line 1: 2200 West Main Street
Address Line 2: Suite 800
Address Line 4: Durham, NORTH CAROLINA 27705

ATTORNEY DOCKET NUMBER:	017625.2644 JES
NAME OF SUBMITTER:	John E. Slaughter

Total Attachments: 4
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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of May 26, 2004 (the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations:

TRADEMARKS

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

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 SCHEDULE A

The Obligors and the Administrative Agent, on behalf of the holders of the Secured Obligations, 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 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 Administrative Agent

By: _____

Name: _____

Title: _____

The Obligors and the Administrative Agent, on behalf of the holders of the Secured Obligations, 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 Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

THETFORD CORPORATION

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: *Kimberly D. Williams*
Name: Kimberly D. Williams
Title: VP

Schedule A

Thetford Corporation
(Delaware Corporation)

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
BRAVURA	2840623	5/11/04
BUG BUST	2744145	7/29/03
ARIA	2779951	11/4/03
WALKAWAY FLUSH	2791827	12/9/03
SUPREME GREEN	2796226	12/16/03
TOSS TABS	2243742	5/4/99
BLUE STUFF	1917140	9/5/95
THETFORD and Design	1661379	10/22/91
CASSETTE	1500434	8/16/88
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

Pending Applications

Mark	Serial No.	Filing Date
FOG FREE	78331203	11/21/03
PROTECT AND SHINE	78331201	11/21/03
SOAP STAYTION	78255617	5/29/03
SUDS STAYTION	78255611	5/29/03
SANI STAYTION	78255604	5/29/03
AQUA CLEAN	78130505	5/22/02
ECO SMART	78127510	5/9/02