

11-03-2004

Form PTO-1594
1-31-92

10-28-04

RECC



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

102874653

To the Honorable Commissioner of Patents and Trademarks

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Cabot Safety Intermediate Corporation

Individuals
 General Partnership -
 Corporation-State - Delaware
 Other:

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: Deutsche Bank AG, New York Branch

Internal Address: _____

Street Address: 60 Wall Street

City: New York State: NY ZIP: 10005

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation- _____
 Other Collateral Agent

3. Nature of conveyance:

Assignment
 Security Interest
 Other

Merger
 Change of Name

Execution Date: April 20, 2004

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) SEE ATTACHED SCHEDULE A

Additional numbers attached? Yes No

Trademark Registration No.(s)
SEE ATTACHED SCHEDULE A

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

Name: Rachael Sanderson

Internal Address: White & Case LLP

Street Address: 1155 Avenue of the Americas

City: New York State: NY ZIP: 10036

6. Total number of applications and registration involved 80

7. Total fee (37 CFR 3.41): \$ 2,015.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
23-1705 (in event of deficiency)

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Rachael Sanderson Name of Person Signing

Rachael Sanderson Signature

10/28/04 Date

Total number of pages comprising cover sheet: 5

OMB No. 0651-0011 (exp. 4/94)

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Mail documents to be recorded with required cover sheet information to:

Mail Stop Assignment Recordation Services
Director of US Patent and Trademark Office
PO Box 1450
Alexandria, VA 22313-1450

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11/02/2004 ECDOPER 00000248 2437505

01 FC:0521
02 FC:0522

40.00 DP
1975.00 DP

NEWYORK 4426142 (2K)

TRADEMARK
REEL: 003071 FRAME: 0732

LIST OF TRADEMARKS

Mark	Registration No.
MERLIN	2437505
VERSADAMP	2420561
E-A-RSOFT AND DESIGN	2537018
SHROOMS AND DESIGN	2351661
YELLOW NEONS	2449846
E-A-RSHROOMS AND DESIGN	2351660
GOGGLEGEAR	2505099
YELLOW NEON BLASTS	2625514
BLASTS	2534562
LUMBERJACK	2412139
GEAR UP FOR SAFETY	2413882
MINIMIZER	2476659
PLEATS PLUS	2584353
PELTOR CIRRUS	2640316
SUPERFIT	2592428
NASSAU VIBRANCE	2557024
E-A-RFLEX	2622019
QUICKLATCH	2568625
ULTRAFIT PLUS	2672836

MISCELLANEOUS DESIGN (HEADSETS)	2626872
WORKTUNES	2632861
XLR8	2716259
DOUBLE GUARD	2769679
EZDROP	2701147
CONFORM (RESPIRATORS)	2691546
UNISTAR	2512751
QUICKLATCH (STYLIZED)	2629523
QUICK-SNAP	2610959
X-FACTOR	2772253
POWERCOM PLUS	2845506
COOL MAX	2811227
METALIKS	2748326
X.SPORT (STYLIZED)	2744110
E-A-RFLEX 28	2789469
SPORT GRIP	2851462
TUFCOTE-FOAM	732612
RACETUNES	2863625
VIRTUA	2849294
FLYWEAR	2855010
NUVO	2799264
SAFEWAZE	2844950
TAPERFIT	1727353

Mark	Serial No.
WHEN THE TRACK GOES GREEN, YOU GO YELLOW WITH AOSAFETY E-A-RPLUGS	76/024059
SECOND RESPONDER	76/336378
HEAR CLEAR TECHNOLOGY	76/365738
GUARDIAN	78/151906
SECURE GRIP	76/393438
HOMELAND SECURITY RESPIRATOR	76/385074
MAXIM	78/133588
ZORA	78/121074
SUPERB	78/172227
AIRTUNES	78/144562
FLARE	78/133590
BX	78/133594
QUICKFIT	78/215808
MINI CONFORM	78/155922
CREWCOM	78/191898
NEXT	78/277789
SUPERCOTE	78/233687
ALERT	78/272640
CONFORM	78/243406
TOURCOM	78/272655

ACCENT	78/306063
ESSENCE	78/306056
TEAR-N-WEAR	78/327436
NO-TOUCH	78/351750
NITRO	78/296190
SPORTTAC	78/302369
STOW-A-WAY	78/377971
SHOTGUNNER	78/377983
SAFECLAW	78/300770
SPORTY BX	78/313292
TACTICAL SPORT	78/309863
GLAREX	78/323257
GUARDIAN (RESPIRATORS)	78/321730
SAFEAIR (RESPIRATORS)	78/321735
TORSION-LOCK	78/351752
EARCOM	78/364916
HEARCOM	78/367821
VORTEX	78/380686

**GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, CABOT SAFETY INTERMEDIATE CORPORATION, a Delaware Corporation (the "Grantor") with principal offices at 650 Dawson Drive Newark, DE 19713, hereby grants to DEUTSCHE BANK AG, NEW YORK BRANCH, as Collateral Agent, with principal offices at 60 Wall Street, New York, NY 10005, (the "Grantee"), a security interest in (i) all of the Grantor's right, title and interest in and to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on the Schedule attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the Security Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of April 7, 2004 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"). Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Grantee shall execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Marks acquired under this Grant.

THIS GRANT has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of


this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

[Remainder of this page intentionally left blank; signature page follows]

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the

20th day of April, 2004

CABOT SAFETY INTERMEDIATE
CORPORATION, Grantor

By 
Name:
Title: JEFFREY S. KULKA
VP. FINANCE

[Trademark Grant]

TRADEMARK
REEL: 003071 FRAME: 0739

DEUTSCHE BANK AG, NEW YORK BRANCH,
as Collateral Agent and Grantee

By *Diane F. Rolfe*
Name: **Diane F. Rolfe**
Title: **Vice President**


By *Scottye Lindsey*
Name: **Scottye Lindsey**
Title: **Director**

[Trademark Grant]

TRADEMARK
REEL: 003071 FRAME: 0740

STATE OF INDIANA)
) SS:
COUNTY OF MARION)

On this 20th day of April, 2004, before me personally came Jeffrey S. Kulka, who, being by me duly sworn, did state as follows: that he is Vice President of Finance of Cabot Safety Intermediate Corporation, that he is authorized to execute the foregoing Grant on behalf of said corporation and that he did so by authority of the Board of Directors of said corporation.


Beverly Johnson Notary Public
Residing in Marion County

My commission expires: June 13, 2007

STATE OF New York)
) ss:
COUNTY OF New York)

On this 20 day of April, 2004, before me personally came _____
Diane F. Rolfe and Scottye Lindsey who each, being by me duly
sworn, did state as follows: that [s]he is Vice President and
Director, respectively, of Deutsche Bank AG, New York Branch, that [s]he
is authorized to execute the foregoing Grant on behalf of said corporation and that [s]he did so
by authority of the Board of Directors of said corporation.

Anhelys Fernandez
Notary Public

ANHELYS FERNANDEZ
Notary Public, State of New York
No. 01FE6048139
Qualified in New York County
Commission Expires Sept. 18, 2006

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