

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Assignment of Secured Party Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
American Capital Financial Services, Inc.		01/11/2006	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	NexBank, SSB, as Agent
Street Address:	Galleria Tower II, 13455 Noel Road
Internal Address:	Suite 2220
City:	Dallas
State/Country:	TEXAS
Postal Code:	75240
Entity Type:	Savings Bank: TEXAS

PROPERTY NUMBERS Total: 86

Property Type	Number	Word Mark
Registration Number:	2686483	ATOMIC ANT
Registration Number:	2678989	BLAST IT CLEAN WITH THE POWER OF STEAM
Registration Number:	2266686	BLIZZARD
Registration Number:	2610354	BRAVETTI
Registration Number:	2383821	BRAVETTI
Registration Number:	2369178	CROSSWIND
Registration Number:	1752266	DESTINY
Registration Number:	1658013	DRESSMAKER
Registration Number:	1546988	DRYTECH
Registration Number:	2053143	EURO-PRO
Registration Number:	2373148	EURO-PRO
Registration Number:	2390249	EURO-PRO
Registration Number:	1906387	EURO-PRO

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Registration Number:	2373159	EURO-PRO BY MERKSOHN
Registration Number:	1899467	EURO-PRO IRONING SOLUTION
Registration Number:	2742946	FALCON
Registration Number:	2197243	FANTOM
Registration Number:	2238107	FANTOM
Registration Number:	1687058	FANTOM
Registration Number:	2799572	FANTOM
Registration Number:	2197702	FANTOM
Registration Number:	1958218	FANTOM TECHNOLOGIES
Registration Number:	2054030	FURY
Registration Number:	1892569	INFINITY
Registration Number:	2973258	INTELLI-SENSE FILTER MONITOR
Registration Number:	1558792	IONA
Registration Number:	1896709	IRONING SOLUTION
Registration Number:	2082903	LIGHTNING
Registration Number:	2373195	MERKSOHN
Registration Number:	2731542	MINI STEAM ZAPPER
Registration Number:	2599000	OMEGA
Registration Number:	2677926	OMEGA
Registration Number:	2909045	OMEGA
Registration Number:	2675382	PORTABLE WONDER
Registration Number:	2961126	PURSUIT
Registration Number:	2389152	SHOCKWAVE
Registration Number:	2877532	SPECTRA
Registration Number:	1016286	SPEEDVAC
Registration Number:	2525723	SQUEEZE 'N' GO
Registration Number:	2197225	STAIRHUGGER
Registration Number:	2670155	STEAM BLASTER
Registration Number:	2199393	STEPHUGGER
Registration Number:	2197500	STRIKE
Registration Number:	2058584	THE LIGHTWEIGHT HEAVYWEIGHT
Registration Number:	2412582	THE SHARK
Registration Number:	2751036	THE SHARK
Registration Number:	2090404	THUNDER
Registration Number:	2322894	THUNDER XT

Registration Number:	2135205	TWISTER
Registration Number:	2689242	ULTRA SHARK
Registration Number:	2854462	ULTRA STEAM SHARK
Registration Number:	2861418	WALL HUGGING TECHNOLOGY
Registration Number:	2890594	X-TENDED STEAM BURST
Serial Number:	76215435	A
Serial Number:	76215429	A FANTOM
Serial Number:	76221679	BRAVETTI
Serial Number:	78168704	CYCLOMATIC
Serial Number:	78192128	ELEGANCE
Serial Number:	78208285	EUROPA
Serial Number:	76001656	EURO-PRO
Serial Number:	76221680	EURO-PRO
Serial Number:	78204146	FANTOM
Serial Number:	78150936	FANTOM
Serial Number:	78192112	FANTOM
Serial Number:	76215433	FANTOM
Serial Number:	78047327	FIREBIRD
Serial Number:	76215428	HAWK
Serial Number:	75901506	HELIX
Serial Number:	78164461	PENGUIN
Serial Number:	78197484	QUAD ACTION
Serial Number:	75803063	QUICK BRAKE
Serial Number:	76383864	QUIET WONDER
Serial Number:	76415691	ROADSTER
Serial Number:	78191637	SHARK
Serial Number:	78047250	STINGRAY
Serial Number:	75428098	THE DIFFERENCE IS CLEAN AND CLEAR
Serial Number:	78151013	THUNDERBOLT
Serial Number:	76383561	ULTRA STEAM SHARK
Serial Number:	78175326	WALL HUGGING TECHNOLOGY
Serial Number:	78047320	WILDCAT
Serial Number:	78270529	EURO-PRO
Serial Number:	78262733	BARE FLOOR FRIENDLY
Serial Number:	78258910	BARGAIN CELLAR

Serial Number:	78241056	QUAD BLADE
Serial Number:	78270532	SHARK
Serial Number:	78280399	FINALLY...BAGLESS TECHNOLOGY THAT MAKES SENSE

CORRESPONDENCE DATA

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Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
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Correspondent Name: Zachary S. Finley
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Address Line 2: Orrick, Herrington & Sutcliffe LLP
Address Line 4: San Francisco, CALIFORNIA 94105-2669

ATTORNEY DOCKET NUMBER:	13335-2/1640
NAME OF SUBMITTER:	Zachary S. Finley
Signature:	/Zachary S. Finley/
Date:	01/12/2006

Total Attachments: 5
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**ASSIGNMENT OF SECURED PARTY'S INTEREST
(Trademarks)**

This Assignment of Secured Party's Interest (Trademarks) (this "Assignment") is made as of this 11 th day of January, 2006, by American Capital Financial Services, Inc., a Delaware corporation ("Assignor"), in favor of NexBank, SSB, a Texas Savings Bank, as agent ("Assignee").

RECITALS

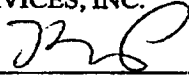
A. Euro-Pro Operating LLC, a Delaware limited liability company ("Grantor"), has previously granted to Assignor a security interest in Grantor's right, title and interest in and to the registered trademarks and trademark applications set forth on Schedule A hereto (the "Trademarks") pursuant to a Trademark and License Security Agreement, dated as of September 5, 2003 (the "Security Agreement"), which security interest was recorded on October 8, 2003 in the Assignment Branch of the U.S. Patent & Trademark Office at Reel 2842, Frame 0028.

B. Assignor has assigned to Assignee all of Assignor's right, title and interest in and to the Security Agreement pursuant to an Instrument of Resignation, Appointment and Acceptance, dated as of the date hereof, among Grantor, Euro-Pro Holdings, LLC, a Delaware limited liability company, Euro-Pro Management Company, a Delaware corporation, Assignor, certain "Purchasers" (as defined therein), and Assignee.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and to further evidence the assignment of Assignor's interest in the Security Agreement and the Trademarks to Assignee, Assignor does hereby transfer and assign to Assignee all of Assignor's right, title and interest in and to the Security Agreement and the Trademarks.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed as of the day and year first above written.

AMERICAN CAPITAL FINANCIAL
SERVICES, INC.

By: 
Name: Kenneth L. Pollack
Title: Vice President

ACKNOWLEDGED AND ACCEPTED

NEXBANK, SSB

By: _____
Name: _____
Title: _____

DOCSSF1:860162.2

**TRADEMARK
REEL: 003226 FRAME: 0402**

**ASSIGNMENT OF SECURED PARTY'S INTEREST
(Trademarks)**

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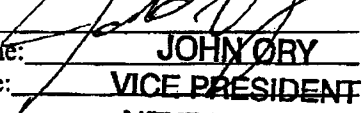
IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed as of the day and year first above written.

AMERICAN CAPITAL FINANCIAL
SERVICES, INC.

By: _____
Name: _____
Title: _____

ACKNOWLEDGED AND ACCEPTED

NEXBANK, SSB

By: 
Name: JOHN ORY
Title: VICE PRESIDENT
NEXBANK, SSB

DOCSSF1-860162.2

**TRADEMARK
REEL: 003226 FRAME: 0403**

Schedule A

List of Registered Trademarks and Trademark Applications

U.S. Trademark Registrations

<u>Trademark or Service Mark</u>	<u>Registrations</u> United States Patent and Trademark Office	
	<u>Registration No.</u>	<u>Registration Date</u>
ATOMIC ANT	2,686,483	2/11/2003
BLAST IT CLEAN WITH THE POWER OF STEM	2,678,989	1/21/2003
BLIZZARD	2,266,686	8/3/1999
BRAVETTI	2,610,354	8/20/2002
BRAVETTI	2,383,821	9/5/2000
CROSSWIND	2,369,178	7/18/2000
DESTINY	1,752,266	2/16/1993
DRESSMAKER	1,658,013	9/24/19911
DRYTECH	1,546,988	7/11/1989
EURO-PRO	2,053,143	4/15/1997
EURO-PRO	2,373,148	8/1/2000
EURO-PRO	2,390,249	9/26/2000
EURO-PRO	1,906,387	7/18/1995
EURO-PRO BY MERKSOHN (STYLIZED)	2,373,159	8/1/2000
EURO-PRO IRONING SOLUTION	1,899,467	6/13/1995
FALCON	2,742,946	7/29/2003
FANTOM	2,197,243	10/20/1998
FANTOM	2,238,107	4/13/1999
FANTOM	1,687,058	5/12/1992
FANTOM	2,799,572	12/30/2002
FANTOM & Design	2,197,702	10/20/1998
FANTOM TECHNOLOGIES	1,958,218	2/27/1996
FURY	2,054,030	4/22/1997
INFINITY	1,892,569	5/2/1995
INTELLI-SENSE FILTER MONITOR	2,973,258	7/19/2005
IONA	1,558,792	10/3/1989
IRONING SOLUTION	1,896,709	5/30/1995
LIGHTING	2,082,903	7/29/1997
MERKSOHN	2,373,195	8/1/2000
MINI STEAM ZAPPER	2,731,542	7/1/2003

<u>Trademark or Service Mark</u>	<u>Registrations</u> United States Patent and Trademark Office	
	<u>Registration No.</u>	<u>Registration Date</u>
OMEGA	2,599,000	7/23/2002
OMEGA	2,677,926	1/21/2003
OMEGA	2,909,045	12/07/2004
PORTABLE WONDER	2,675,382	1/14/2003
PURSUIT	2,961,126	6/07/2005
SHOCKWAVE	2,389,152	9/26/2000
SPECTRA	2,877,532	8/24/2004
SPEEDVAC	1,016,286	7/22/1975
SQUEEZE 'N' GO	2,525,723	1/1/2002
STAIRHUGGER	2,197,225	10/20/1998
STEAM BLASTER	2,670,155	12/31/2002
STEPHUGGER	2,199,393	10/27/1998
STRIKE	2,197,500	10/20/1998
THE LIGHTWEIGHT HEAVYWEIGHT	2,058,584	5/6/1997
THE SHARK	2,412,582	12/12/2000
THE SHARK	2,751,036	8/12/2003
THUNDER	2,090,404	8/26/1997
THUNDER XT	2,322,894	2/29/2000
TWISTER	2,135,205	2/10/1998
ULTRA SHARK	2,689,242	2/18/2003
ULTRA STEAM SHARK	2,854,462	6/15/2004
WALL HUGGING TECHNOLOGY	2,861,418	7/06/2004
X-TENDED STEAM BURST	2,890,594	9/28/2004

U.S. Trademark Pending Applications

<u>Trademark or Service Mark</u>	<u>Pending Applications</u> United States Patent and Trademark Office	
	<u>Serial No.</u>	<u>Filing Date</u>
A (STYLIZED)	76/215,435	02/23/2001
A FANTOM & Design	76/215,429	2/23/2001
BRAVETTI	76/221,679	3/7/2001
CYCLOMATIC	78/168,704	9/27/2002

Pending Applications United States Patent and Trademark Office		
<u>Trademark or Service Mark</u>	<u>Serial No.</u>	<u>Filing Date</u>
ELEGANCE	78/192,128	12/06/2002
EUROPA	78/208,285	1/29/2003
EURO-PRO	76/001,656	3/16/2000
EURO-PRO	76/221,680	3/7/2001
FANTOM	78/204,146	1/16/2003
FANTOM	78/150,936	8/5/2002
FANTOM	78/192,112	12/6/2002
FANTOM Stylized	76/215,433	2/23/2001
FIREBIRD	78/047,327	2/08/2001
HAWK	76/215,428	2/23/2001
HELIX	75/901,506	1/24/2000
PENGUIN	78/164,461	9/16/2002
QUAD ACTION	78/197,484	12/23/2002
QUICK BRAKE	75/803,063	9/17/1999
QUIET WONDER	76/383,864	3/14/2002
ROADSTER	76/415,691	5/31/2002
SHARK	78,191,637	12/05/2002
STINGRAY	78/047,250	2/08/2001
THE DIFFERENCE IS CLEAN AND CLEAR	75/428,098	2/03/1998
THUNDERBOLT	78/151,013	8/5/2002
ULTRA STEAM SHARK	76/383,561	3/18/2002
WALL HUGGING TECHNOLOGY	78/175,326	10/17/2002
WILDCAT	78/047,320	2/8/2001
EURO-PRO	78/270,529	7/3/2003
BARE FLOOR FRIENDLY	78/262,733	6/16/2003
BARGAIN CELLAR	78/258,910	6/5/2003
QUAD BLADE	78/241,056	4/23/2003
SHARK	78/270,532	7/3/2003
FINALLY...BAGLESS TECHNOLOGY THAT MAKES SENSE	78/280,399	8/11/2003