

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
R-Vision, Inc.		11/06/2008	CORPORATION: INDIANA

RECEIVING PARTY DATA	
Name:	Bank of America, N.A., as Administrative Agent
Street Address:	55 South Lake Avenue, Suite 900
City:	Pasadena
State/Country:	CALIFORNIA
Postal Code:	91101
Entity Type:	National Association:

PROPERTY NUMBERS Total: 29

Property Type	Number	Word Mark
Registration Number:	3409806	ARISTA
Registration Number:	2307768	BANTAM
Registration Number:	2323347	
Registration Number:	3220178	
Registration Number:	2267585	BANTAM FLIER
Registration Number:	3327860	BOOGIE BOX
Registration Number:	2485663	B-PLUS
Registration Number:	2887847	CASSETTE
Serial Number:	77008515	CROSSOVER
Serial Number:	78817228	FREEDOM TRAIL
Serial Number:	77356736	FREEDOM TRAVELER BY R-VISION RECREATIONAL
Registration Number:	2710761	HAWKEYE
Registration Number:	3140090	MAXLITE
Registration Number:	3363240	MAXSPORT

CH \$740.00 3409806

Serial Number:	78488993	MINI MAX
Registration Number:	2887848	PACKER
Registration Number:	2885122	R-VISION
Registration Number:	2884878	R-WAGON
Registration Number:	2594862	STRATUS
Serial Number:	78638357	SUPER SPORT
Registration Number:	2818177	THUMPER
Registration Number:	3064350	TOWN & COUNTRY
Registration Number:	2466035	TRAIL BAY
Serial Number:	75312458	TRAIL CRUISER
Registration Number:	3273840	TRAIL EXPRESS
Registration Number:	2928968	TRAIL HORSE
Registration Number:	2078025	TRAIL-LITE
Registration Number:	3319901	TRAIL SPORT
Registration Number:	2672423	TRAIL WIND

CORRESPONDENCE DATA

Fax Number: (949)720-0182
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 949-224-6282
Email: patent@buchalter.com
Correspondent Name: Sandra P. Thompson
Address Line 1: 18400 Von Karman Ave., #800
Address Line 4: Irvine, CALIFORNIA 92612

ATTORNEY DOCKET NUMBER:	B0660-0072
NAME OF SUBMITTER:	Sandra P. Thompson
Signature:	/Sandra P. Thompson/
Date:	11/11/2008

Total Attachments: 5
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**MEMORANDUM AND NOTICE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

R-Vision, Inc., an Indiana corporation, whose address is 606 Nelson's Parkway, Wakarusa, IN 46573 ("Debtor") hereby acknowledges that it has granted to BANK OF AMERICA, N.A., as Administrative Agent, whose address is 55 South Lake Avenue, Suite 900, Pasadena, California 91101 (the "Secured Party"), for the ratable benefit of the financial institutions from time to time party to the Agreement (as defined below), as lenders, a security interest in and to all of the Debtor's right, title and interest in and to: (a) the trademarks and trademark registrations and applications therefor which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by Debtor (the "Trademarks"), together with the goodwill and assets of the business, as set forth in the Agreement; (b) the patents and patent applications which are identified on Exhibit B attached hereto and herein incorporated by this reference owned by Debtor (the "Patents"); and (c) the copyright registrations which are identified on Exhibit C attached hereto and herein incorporated by this reference owned by Debtor (the "Copyrights"), and all actions for infringement concerning the foregoing.

The terms and conditions of the aforementioned security interest are contained in that certain Loan and Security Agreement dated as of November 6, 2008 (the "Agreement"), by and between, among others, the Debtor and Secured Party, as security for the Obligations as set forth in the Agreement and other agreements referred to therein. Nothing contained in this Memorandum and Notice of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which Secured Party may have in any other collateral described in the Agreement or otherwise.

[Signature page to follow.]

6th IN WITNESS WHEREOF, the undersigned has duly executed this document as of the day of November, 2008.

R-VISION, INC.
an Indiana corporation

By: AMT
Name: P. Martin Dakey
Title: Vice President

S-1

Memorandum of Security Interest in Intellectual Property

TRADEMARK
REEL: 003886 FRAME: 0014

**EXHIBIT A
TRADEMARKS**

TRADEMARK	Application Date	Serial Number	Registration Date	Registration Number	MARK
Arista	10/13/2006	77-020,604	4/8/2008	3,409,806	®
Bantam	7/18/1997	75-326,810	1/11/2000	2,307,768	®
Bantam Chicken Design	8/17/1998	75-537,094	2/29/2000	2,323,347	®
Bantam Chicken Design #2	6/5/2006	78-900,138	3/20/2007	3,220,178	®
Bantam Flier	4/10/1997	75-272,711	8/3/1999	2,267,585	®
Boogie Box	6/22/2006	78-913,984	10/30/2007	3,327,860	®
B-Plus	10/30/1998	75-580,038	9/4/2001	2,485,663	®
Cassette	6/3/2003	78-257,837	9/21/2004	2,887,847	®
Crossover	9/27/2006	77-008,515	<i>Pending</i>	<i>Pending</i>	™
Design Only Bantam Chicken 1;	6/05/2006	78-900,138	3/20/2007	3,220,178	
Design Only Bantam Chicken 2;	8/17/1998	75-537,094	2/29/2000	2,323,347	
Freedom Trail	2/17/2006	78-817,228	<i>Pending</i>	<i>Pending</i>	™
Freedom Traveler	12/20/2007	77-356,736	<i>Pending</i>	<i>Pending</i>	™
HAWKEYE	10/31/2001	76-332,166	4/29/2003	2,710,761	
Maxlite	9/10/2004	78-481,444	9/5/2006	3,140,090	®
Max-Sport	4/22/2005	78-615,066	1/1/2008	3,363,240	®
Mini-Max	9/24/2004	78-488,993	<i>Pending</i>	<i>Pending</i>	™
Packer	6/3/2003	78-257,843	9/21/2004	2,887,848	®
R-Vision	10/18/2002	78-176,075	9/14/2004	2,885,122	®
R-Wagon	10/21/2002	76-459,935	9/14/2004	2,884,878	®
STRATUS	7/02/1999	75-742,560	7/16/2002	2,594,862	
Super Sport	5/26/2005	78-638,357	<i>Pending</i>	<i>Pending</i>	™
Thumper	7/29/2002	76-435,194	2/24/2004	2,818,177	®
Town & Country	1/6/2004	78-348,300	2/28/2006	3,064,350	®
Trail Bay	6/5/1998	75-497,421	7/3/2001	2,466,035	®
Trail Cruiser	6/20/1997	75-312,458	1/2/2001	2,417,803	®
Trail Express	10/16/2006	77-022,021	8/7/2007	3,273,840	®
TRAIL HORSE	3/04/2004	78-378,715	3/01/2005	2,928,968	
Trail-Lite	10/10/1995	75-003,065	7/8/1997	2,078,025	®
Trail Sport	4/18/2005	78-610,820	10/13/2007	3,319,901	®
TRAIL WIND	6/05/1998	75-496,650	1/07/2003	2,672,423	

Exhibit A

EXHIBIT B
PATENTS

None.

Exhibit B

EXHIBIT C
COPYRIGHTS

None.

Exhibit C

BN 2315494v3

RECORDED: 11/11/2008

TRADEMARK
REEL: 003886 FRAME: 0017