

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
Dukal Corporation		02/14/2011	CORPORATION: NEW YORK
RECEIVING PARTY DATA			
Name:	JPMorgan Chase Bank, N.A.		
Street Address:	270 Park Avenue		
Internal Address:	44th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10017		
Entity Type:	Bank: UNITED STATES		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	2142612	DUKAL	
Registration Number:	3756130	DUKAL REFLECTIONS	
Registration Number:	3822556	DUKAL REFLECTIONS	
Registration Number:	3745271	CALIBER	
Registration Number:	3790804	BODY TOASTER	
Registration Number:	3743115	ATMOSPHERE	
CORRESPONDENCE DATA			
Fax Number:	(412)562-1041		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	412-562-1637		
Email:	vicki.cremonese@bipc.com		
Correspondent Name:	Michael L. Dever		
Address Line 1:	301 Grant Street		
Address Line 2:	20th Floor		
Address Line 4:	Pittsburgh, PENNSYLVANIA 15219		

CH \$165.00 2142612

900183870

TRADEMARK
REEL: 004478 FRAME: 0219

ATTORNEY DOCKET NUMBER:	0052987-000006
NAME OF SUBMITTER:	Michael L. Dever
Signature:	/Michael L. Dever/
Date:	02/15/2011
Total Attachments: 3 source=jpmorgan-dukal security agreement#page1.tif source=jpmorgan-dukal security agreement#page2.tif source=jpmorgan-dukal security agreement#page3.tif	

ACKNOWLEDGMENT OF SECURITY INTEREST IN TRADEMARKS

February 14, 2011

WHEREAS, DUKAL CORPORATION, a New York corporation ("**Grantor**"), has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the annexed Schedule 1, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "**Trademarks**");

WHEREAS, Grantor has entered into a Pledge and Security Agreement, dated as of October 31, 2005 (by and between Grantor and Lender (as defined below) as amended, restated, supplemented or otherwise modified from time to time in accordance with its terms, the "**Security Agreement**"), in favor of JPMorgan Chase Bank, N.A. ("**Lender**");

WHEREAS, pursuant to the Security Agreement, Grantor has granted to Lender a continuing security interest in all right, title and interest of Grantor in, to and under the Trademarks, together with, among other things, the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "**Collateral**"), to secure the payment, performance and observance of the Secured Obligations (as defined in the Security Agreement);

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor does hereby grant to Lender a continuing security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

Grantor does hereby further acknowledge and affirm that the rights and remedies of Lender with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

[Remainder of Page Intentionally Left Blank; Signature Page Follows]

[SIGNATURE PAGE TO ACKNOWLEDGEMENT OF SECURITY INTEREST IN TRADEMARKS]

IN WITNESS WHEREOF, Grantor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of the date first written above.

GRANTOR:

DUKAL CORPORATION

By: 

Name: Gerard C. LoDuca

Title: President

SCHEDULE 1 TO
ACKNOWLEDGEMENT OF SECURITY INTEREST IN TRADEMARKS

<u>Trademark</u>	<u>Registration Date</u>	<u>Registration Number</u>
DUKAL	March 10, 1998	2,142,612
DUKAL Reflections	March 2, 2010	3,756,130
DUKAL Reflections	July 20, 2010	3,822,556
Caliber	February 2, 2010	3,745,271
Body Toaster	May 18, 2010	3,790,804
Atmosphere	January 26, 2010	3,743,115