

06-09-2000



TRADEMARK
03031-T0003A WWW

IN THE UNIT

101378103

TRADEMARK OFFICE

Assignor	VHC, Inc.
Registration No. 1,995,951	Registration Date August 20, 1996
Trademark	INSTANT SUN

Recordation document ID# 101293122A

Box Assignment
Assistant Commissioner for Trademarks
Washington, DC 20231

Resubmitted Change of Name Recordation Form Cover Sheet

Dear Sir:

Please record the attached original document.

1. Name of conveying party. VHC, Inc.
2. Name and Address of Receiving Party. Verilux, Inc. having offices located at 9 Viaduct Road, Stamford, CT 10607
3. Nature of Conveyance: Change of Name. Execution Date: 01/21/98
4. Name and Address of Party to Whom Correspondence Concerning Document should be mailed.

Wesley W. Whitmyer, Jr., Registration No. 33,558
Attorney for Applicant
ST.ONGE STEWARD JOHNSTON & REENS LLC
986 Bedford Street
Stamford, CT 06905-5619
203 324-6155

Mailing Certificate: I hereby certify that this correspondence is today being deposited with the U.S. Postal Service as *First Class Mail* in an envelope addressed to: Box Assignment, Commissioner for Patents and Trademarks; Washington, DC 20231.

June 1, 2000

Danielle Dominici

5. Registration Number: 1,995,951
6. Total Number of Registration Involved: 1.
7. Total Fee (37 CFR 3.41). \$40.00. Already paid.
8. Authorization to Charge Deposit Account. The Commissioner is hereby authorized to charge any additional fees due by this paper and during the entire pendency of this Application to Account No. 19-4516.
9. Statement and Signature. Total number of pages including cover sheet, attachments and document are 4. To the best of my knowledge and belief, the foregoing information is true and correct and any copy submitted herewith is a true copy of the original document.
10. Domestic Representative. The Trademark Owner has designated the following persons as its Domestic Representatives:

Wesley W. Whitmyer, Jr., Registration No. 33,558
Kathryn Grant Belleau, Esq.
ST.ONGE STEWARD JOHNSTON & REENS LLC
986 Bedford Street; Stamford, CT 06905

Respectfully submitted,



Wesley W. Whitmyer, Jr., Registration No. 33,558
Kathryn Grant Belleau, Esq.
Attorneys for Applicant
ST.ONGE STEWARD JOHNSTON & REENS LLC
986 Bedford Street
Stamford, CT 06905-5619
203 324-6155

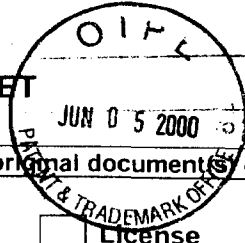


03-20-2000



101293122

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



Handwritten: MMD
2-28-00

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # 101204098
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment
- License
- Security Agreement
- Nunc Pro Tunc Assignment
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name VHC, Inc.

01 21 98

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other

Citizenship/State of Incorporation/Organization Connecticut Corporation

Receiving Party

Mark if additional names of receiving parties attached

Name Verilux, Inc.

DBA/AKA/TA

Composed of

Address (line 1) 9 Viaduct Road

Address (line 2)

Address (line 3) Stamford CT. 06907
City State/Country Zip Code

- Individual
 - General Partnership
 - Limited Partnership
 - Corporation
 - Association
 - Other
- If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization Connecticut Corporation

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002085 FRAME: 0334

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="75/206,485"/>	<input type="text" value="75/415,631"/>	<input type="text" value="75/470,456"/>	<input type="text" value="695,669"/>	<input type="text" value="1,027,857"/>	<input type="text" value="1,995,951"/>
<input type="text" value="75/509,390"/>	<input type="text" value="75/537,726"/>	<input type="text" value="75/537,764"/>	<input type="text" value="2,275,589"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text" value="75/563,664"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Already Paid

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Wesley W. Whitmyer, Jr.

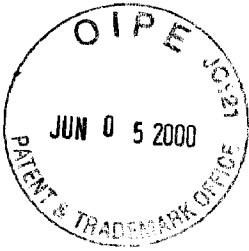
Name of Person Signing

[Signature]

Signature

11/9/99

Date Signed



**CERTIFICATE OF AMENDMENT
OF THE CERTIFICATE OF INCORPORATION
OF
VHC, INC.**

THE UNDERSIGNED, Nicholas G. Harmon, being the President of VHC, Inc., hereby certifies:

FIRST: The name of the corporation is VHC, Inc.

SECOND: The certificate of incorporation is amended to read as follows:

“1. NAME OF CORPORATION: Verilux, Inc.”

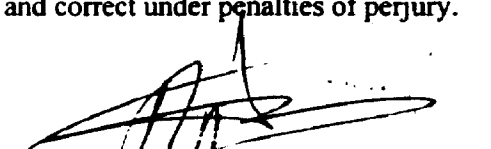
THIRD: The amendment was adopted on January 21, 1998.

FOURTH:

- (a) That the designation, number of outstanding of shares, number of votes entitled to be cast on the proposal are as follows:
 - (i) Designation: Common Stock
 - (ii) Number of outstanding shares: 20,000
 - (iii) Number of votes entitled to be cast: 1,000;
- (b) that the total number of votes cast for the amendment was: 1,000; and
- (c) that the number of votes cast for the amendment was sufficient for its approval.

IN WITNESS WHEREOF, I have signed this certificate on the 21 day of January, 1998

and affirm the statements contained herein as true and correct under penalties of perjury.



Nicholas G. Harmon, President



**CERTIFICATE OF AMENDMENT
OF THE CERTIFICATE OF INCORPORATION
OF
VHC, INC.**

THE UNDERSIGNED, Nicholas G. Harmon, being the President of VHC, Inc., hereby certifies:

FIRST: The name of the corporation is VHC, Inc.

SECOND: The certificate of incorporation is amended to read as follows:

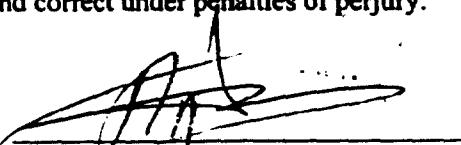
"1. NAME OF CORPORATION: Verilux, Inc."

THIRD: The amendment was adopted on January 21, 1998.

FOURTH:

- (a) That the designation, number of outstanding of shares, number of votes entitled to be cast on the proposal are as follows:
- (i) Designation: Common Stock
 - (ii) Number of outstanding shares: 20,000
 - (iii) Number of votes entitled to be cast: 1,000;
- (b) that the total number of votes cast for the amendment was: 1,000; and
- (c) that the number of votes cast for the amendment was sufficient for its approval.

IN WITNESS WHEREOF, I have signed this certificate on the 21 day of January, 1998 and affirm the statements contained herein as true and correct under penalties of perjury.



Nicholas G. Harmon, President

EXHIBIT A

<u>Matter Name</u>	<u>Registration Number</u>	<u>Issue Date</u>	<u>Serial Number</u>	<u>File Date</u>	<u>Country</u>
VERILUX	695,669	1960/04/05	72/077,783	1959/07/15	United States
TRU BLOOM & Design	1,027,857	1975/12/23	73/030,093	1974/08/20	United States
INSTANT SUN	1,995,951	1996/08/20	74/519,978	1994/05/04	United States
HAPPYLITE			75/266,685	1997/03/31	United States
NUTRALUX	2,275,589	1999/09/07	75/415,630	1998/01/09	United States
ERGOLIGHT			75/415,631	1998/01/09	United States
NATURAL SPECTRUM			75/470,456	1998/04/20	United States
PLANET LIGHT (Stylized)			75/509,390	1998/06/26	United States
PLANET POWER (Stylized)			75/537,726	1998/08/17	United States
NATURAL ALARM CLOCK (Stylized)			75/537,764	1998/08/17	United States
RISE & SHINE			75/563,664	1998/10/01	United States
THE HEALTHY LIGHTING COMPANY					United States

CERTIFICATE OF AMENDMENT
OF THE CERTIFICATE OF INCORPORATION
OF
VHC, INC.

THE UNDERSIGNED, Nicholas G. Harmon, being the President of VHC, Inc., hereby
certifies:

FIRST: The name of the corporation is VHC, Inc.

SECOND: The certificate of incorporation is amended to read as follows:

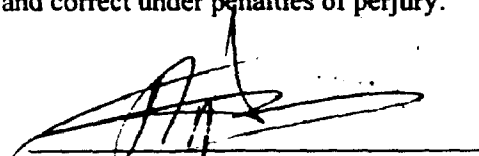
"1. NAME OF CORPORATION: Verilux, Inc."

THIRD: The amendment was adopted on January 21, 1998.

FOURTH:

- (a) That the designation, number of outstanding of shares, number of votes entitled to be cast on the proposal are as follows:
 - (i) Designation: Common Stock
 - (ii) Number of outstanding shares: 20,000
 - (iii) Number of votes entitled to be cast: 1,000;
- (b) that the total number of votes cast for the amendment was: 1,000; and
- (c) that the number of votes cast for the amendment was sufficient for its approval.

IN WITNESS WHEREOF, I have signed this certificate on the 21 day of January, 1998
and affirm the statements contained herein as true and correct under penalties of perjury.



Nicholas G. Harmon, President

**CERTIFICATE OF AMENDMENT
OF THE CERTIFICATE OF INCORPORATION
OF
VHC, INC.**

THE UNDERSIGNED, Nicholas G. Harmon, being the President of VHC, Inc., hereby certifies:

FIRST: The name of the corporation is VHC, Inc.

SECOND: The certificate of incorporation is amended to read as follows:

"1. NAME OF CORPORATION: Verilux, Inc."

THIRD: The amendment was adopted on January 24, 1998.

FOURTH:

- (a) That the designation, number of outstanding of shares, number of votes entitled to be cast on the proposal are as follows:
 - (i) Designation: Common Stock
 - (ii) Number of outstanding shares: 20,000
 - (iii) Number of votes entitled to be cast: 1,000;
- (b) that the total number of votes cast for the amendment was: 1,000; and
- (c) that the number of votes cast for the amendment was sufficient for its approval.

IN WITNESS WHEREOF, I have signed this certificate on the 21 day of January, 1998
and affirm the statements contained herein as true and correct under penalties of perjury.


Nicholas G. Harmon, President

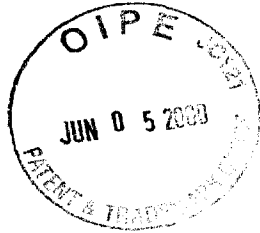
EXHIBIT A

Matter Name	Registration Number	Issue Date	Serial Number	File Date	Country
VERILUX	695,669	1960/04/05	72/077,783	1959/07/15	United States
TRU BLOOM & Design	1,027,857	1975/12/23	73/030,093	1974/08/20	United States
INSTANT SUN	1,995,951	1996/08/20	74/519,978	1994/05/04	United States
HAPPYLITE			75/266,685	1997/03/31	United States
NUTRALUX	2,275,589	1999/09/07	75/415,630	1998/01/09	United States
ERGOLIGHT			75/415,631	1998/01/09	United States
NATURAL SPECTRUM			75/470,456	1998/04/20	United States
PLANET LIGHT (Stylized)			75/509,390	1998/06/26	United States
PLANET POWER (Stylized)			75/537,726	1998/08/17	United States
NATURAL ALARM CLOCK (Stylized)			75/537,764	1998/08/17	United States
RISE & SHINE			75/563,664	1998/10/01	United States
THE HEALTHY LIGHTING COMPANY					United States

D
St. Onge Steward Johnston & Reens LLC

986 Bedford Street
Stamford Connecticut 06905-5619
(203) 324 6155
(203) 327 1096
www.ssjr.com

June 1, 2000



Joann Stewart, Examiner
Assignment Division
Office of Public Records
United States Patent and Trademark Office
Washington, DC 20231

Re: SSJR File 03031-T0003A
Resubmitted change of name document

Dear Ms. Stewart:

Please find enclosed a copy of the Notice of Recordation of Assignment Document with documents attached. We submitted this document to be recorded for the eleven Trademarks listed on Exhibit A attached to the change of name document, this document was recorded for all of the Trademarks except for one, INSTANT SUN No. 1,995,951. Instead this document was recorded for AMERITUF No. 1,995,451, this is incorrect.

Please record the enclosed Resubmitted document for INSTANT SUN No. 1,995,951, and ensure that the records do not show AMERITUF No. 1,995,451 to be owned by Verilux, Inc.

If you have any further questions please contact me. Thank you. We remain

Very truly yours,

Kathryn Grant Belleau
kgb@ssjr.com

WWW/KGB:dd
Enclosures

New York (212) 730 4554
New Haven (203) 562 0400

TRADEMARK
REEL: 002085 FRAME: 0342

11-18-1999



101204098

MRO
11-10-99

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment
 - License
 - Security Agreement
 - Nunc Pro Tunc Assignment
 - Merger
 - Change of Name
 - Other _____
- Effective Date
Month Day Year
01 21 98

Conveying Party

- Mark if additional names of conveying parties attached
- Name VHC, Inc. Execution Date Month Day Year 01 21 98
- Formerly _____

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other _____
- Citizenship/State of Incorporation/Organization Connecticut Corporation

Receiving Party

- Mark if additional names of receiving parties attached
- Name Verilux, Inc.
- DBA/AKA/TA _____
- Composed of _____
- Address (line 1) 9 Viaduct Road
- Address (line 2) _____
- Address (line 3) Stamford CT 06908
City State/Country Zip Code

- Individual
 - General Partnership
 - Limited Partnership
 - Corporation
 - Association
 - Other _____
 - Citizenship/State of Incorporation/Organization Connecticut Corporation
- If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

11/18/1999 DC0ATES 00000072 12077783
02 1:481 40.00 UP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

REEL: 002085 FRAME: 0343

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Wesley W. Whitmyer, Jr.

Name of Person Signing

[Signature]

Signature

4/9/99

Date Signed