

09-11-2000



101446494

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 9-6-2000

New

Resubmission (Non-Recordation)
Document ID # _____

Correction of PTO Error
Reel # _____ Frame # _____

Corrective Document
Reel # 002091 Frame # 0954

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger
Effective Date
Month Day Year

Change of Name

Other _____

Conveying Party Mark if additional names of conveying parties attached

Name LIGHT & SOUND DESIGN, INC. Execution Date Month Day Year 6191998

Formerly _____

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization CALIFORNIA

Receiving Party Mark if additional names of receiving parties attached

Name THE BANK OF NEW YORK, AS AGENT

DBA/AKA/TA _____

Composed of _____

Address (line 1) ONE WALL STREET

Address (line 2) _____

Address (line 3) NEW YORK NY 10286

Individual General Partnership Limited Partnership 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.) 215 E

Corporation Association

Other _____

Citizenship/State of Incorporation/Organization NEW YORK

09/21/2000 DNGUYEN 00000349 75271357

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 175.00 OP

~~Chang~~
NO SPEC Fee

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

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.

ERIC M. REUBEN, ESQ.

7-5-00

Name of Person Signing

Signature

Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

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Address (line 3)
City State/Country Zip Code

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NON MICRO FILM TMS Page
make this your Brief

Corrective assignment to correct the name of the assignor's filed on (date) 6-20-2000
recorded on reel ↓ frame ↓ assignor hereby confirms the assignment of the
entire interest.

2091 0954

06-23-2000



101388202

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

Re
6-20-00

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TRADEMARK
REEL: 002115 FRAME: 0901

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\$

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Enclosed

Deposit Account

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

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No

Statement and Signature

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ERIC M. REUBEN, ESQ.

Name of Person Signing

Signature

4/12/02

Date Signed



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OMB 0651-0027

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TRADEMARK

Conveying Party

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Execution Date
Month Day Year

Name LIGHT & SOUND DESIGN HOLDINGS LIMITED

06191998

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization UNITED KINGDOM

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

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Registration Number(s)

GRANT OF SECURITY INTEREST (TRADEMARKS)

LIGHT & SOUND DESIGN HOLDINGS LIMITED, a U.K. corporation, **LIGHT & SOUND LIMITED**, a U.K. corporation, and **LIGHT & SOUND DESIGN, INC.**, a California corporation (the "Grantors"), are obligated to **THE BANK OF NEW YORK**, as Agent (the "Agent"), and have entered into a Security Agreement dated as of July 31, 1997 (the "Agreement") with the Agent.

Pursuant to the Agreement, the Grantors granted to the Agent a security interest in all of the right, title and interest of the Grantors in and to the trademarks listed on Schedule 1, which trademarks are registered in the United States Patent and Trademark Office (the "Trademark"), together with the goodwill of the business symbolized by the Trademarks and the applications and registrations therefore, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof (the "Collateral"), to secure the prompt payment, performance and observance of the Obligations (as defined in the Agreement).

For good and valuable consideration, the receipt of which is hereby acknowledged, and for the purpose of recording the grant of the security interest as aforesaid, the Grantors do hereby further assign to the Agent, and grant to the Agent a security interest in, the Collateral to secure the prompt payment, performance and observance of the Obligations.

The Grantors do hereby further acknowledge and affirm that the rights and remedies of the Agent with respect to the assignment of a security interest in the Collateral made and granted hereby are set forth in the Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

Upon the indefeasible cash payment in full of all Obligations (as such term is defined in the Agreement), the Agent will take whatever actions are necessary at the Grantors' expense to release or reconvey to the Grantors all right, title and interest of the Grantors in and to the Trademarks.

The Agent's address is: One Wall Street, New York, New York 10286

IN WITNESS WHEREOF, the Grantors have caused this Assignment to be duly executed by its duly authorized officer as of the 19th day of June, 1998.

LIGHT & SOUND DESIGN HOLDINGS LIMITED

By: JS [Signature]
Name: Jerry Reidy
Title: Chief Financial Officer

LIGHT & SOUND DESIGN LIMITED

By: JS [Signature]
Name: Jerry Reidy
Title: Chief Financial Officer

LIGHT & SOUND DESIGN, INC.

By: _____
Name: Nick Jackson
Title: President

IN WITNESS WHEREOF, the Grantors have caused this Assignment to be duly executed by its duly authorized officer as of the 19th day of June, 1998.

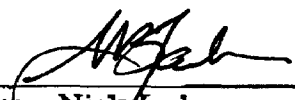
LIGHT & SOUND DESIGN HOLDINGS LIMITED

By: _____
Name: Jerry Reidy
Title: Chief Financial Officer

LIGHT & SOUND DESIGN LIMITED

By: _____
Name: Jerry Reidy
Title: Chief Financial Officer

LIGHT & SOUND DESIGN, INC.

By: _____

Name: Nick Jackson
Title: President

CITY OF BIRMINGHAM, ENGLAND

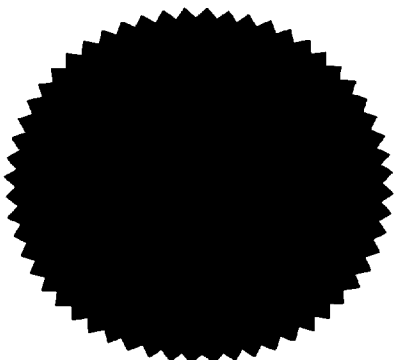
STATE OF NEW YORK)
WEST MIDLANDS) SS:
COUNTY OF NEW YORK)

On this 14th day of August, 1998, before me personally came Jerry Reidy
[initials] ~~Gordon Smith~~, to me known, who, being by me duly sworn, did depose and say
that he resides at 6 Gordon Rd, Bham; that he is the chief financial officer of ~~STATE OF~~
GRANTOR, the corporation described in and which executed the above instrument, and that
he signed his name thereto by order of the board of directors thereof.

LIGHT & SOUND DESIGN HOLDINGS
LIMITED and
DESIGN
LIGHT & SOUND LIMITED

Ch

Notary Public
[Notary Stamp]



CALIFORNIA
 STATE OF ~~NEW YORK~~ ^{CA})
 VENTURA ^{CO}) ss:
 COUNTY OF ~~NEW YORK~~)

On this 14th day of AUG., 1998, before me personally came NICK JACKSON
 _____, to me known, who, being by me duly sworn, did depose and say
 that he resides at AGOURA, CALIFORNIA; that he is the PRESIDENT of [NAME OF LIGHT F
^{SOUND DESIGN, INC.]}
~~GRANTOR]~~, the corporation described in and which executed the above instrument, and that
 he signed his name thereto by order of the board of directors thereof.



Kenneth Ray Dickey

 Notary Public
 [Notary Stamp]

Schedule 1
to
Grant of Security Interest (Trademarks)
Dated as of June 19, 1998

See attached.

MATERIAL	COUNTRY	FILED	APPL#	REGDT	REG#	STATUS	CLASS#	APPROVAL
----------	---------	-------	-------	-------	------	--------	--------	----------

"LIGHT SOUND DESIGN" Logo 1

07319/071001 UNITED STATES PROPOSED

1.3 MILLION POINTS OF LIGHT 1

07319/068001 UNITED STATES 4/8/1997 75/271,358 ABANDONED 9

9 - Stage lighting equipment, namely, electric light beam shape altering device in International Class 9.

ICON 1

07319/058AU1 AUSTRALIA 5/30/1994 631048 6/25/1996 631048 REGISTERED 9 9/30/2003 RENEWAL 1ST

9 - Electrical and electronic control consoles for lighting apparatus and installations being goods in Class 9.

07319/058AU2 AUSTRALIA 5/30/1994 631049 6/25/1996 631049 REGISTERED 11 9/30/2003 RENEWAL 1ST

11 - Lighting apparatus and installations and parts and fittings in this class for the aforesaid goods.

07319/058AU3 AUSTRALIA 5/30/1994 631050 5/30/1994 631050 REGISTERED 41 9/30/2003 RENEWAL 1ST

41 - Hiring, rental and leasing of lighting apparatus and installations and of electrical and electronic control apparatus therefor being services in Class 41.

07319/058AT1 AUSTRIA 4/3/1997 AM1812/97 8/14/1998 177332 REGISTERED 11, 41, 8/14/2002 PROOF OF USE 1
9

11 - Lighting apparatus and equipment; electric light bulbs, luminous tubes for lighting, light diffusers, lamp reflectors, lamp shades, lamp stands and supports being parts of lighting apparatus and equipment, all in International Class 11.

41 - Hire, rental and leasing all of lighting apparatus and equipment and of electrical and electronic control apparatus, all in International Class 41.

9 - Electrical and electronic control consoles for lighting apparatus and equipment, lamp lenses, all in International Class 9.

07319/058FR1 FRANCE 5/30/1994 94/522214 5/30/1994 94522214 REGISTERED 11, 42, 9/30/2003 RENEWAL 1ST
9

11 - Lighting apparatus and installations and constituent parts of these goods.

42 - Renting of lighting apparatus and instruments and of electrical and electronic control apparatus therefor.

9 - Electrical and electronic control consoles for lighting apparatus and installations.

07319/058DE1 GERMANY 5/30/1994 L38541/11 11/20/1997 2913894 REGISTERED 11, 41, 11/20/2001 PROOF OF USE 1
9

11 - Lighting apparatus and installations and parts and fittings therefor.

41 - Hiring, renting and leasing of lighting apparatus and installations and of electric and electronic apparatus therefor.

9 - Electric and electronic consoles for lighting apparatus and installations.

07319/058JP1 JAPAN 5/30/1994 653132 ABANDONED 41

41 - Hiring, rental and leasing of lighting apparatus and installations and of electrical and electronic control apparatus therefor

07319/058ZA1 SOUTH AFRICA 5/30/1994 94/5332 PENDING 9 5/30/2004 RENEWAL

9 -

07319/058ZA2 SOUTH AFRICA 5/27/1994 945333 12/18/1998 945333 REGISTERED 11 12/18/2002 PROOF OF USE 1

11 - Lighting apparatus and installations and parts and fittings therefor.

07319/058ZA3 SOUTH AFRICA 5/27/1994 94/5334 12/18/1998 945334 REGISTERED 41 12/18/2002 PROOF OF USE 1

41 - Hiring, rental and leasing of lighting apparatus and installations and of electrical and electronic control apparatus therefor.

07319/058ES1 SPAIN 5/30/1994 1905774 ABANDONED 9

9 - Electrical and electronic control consoles for lighting apparatus and installations.

07319/058ES2 SPAIN 5/30/1994 1905775 ABANDONED 11

11 - No English translation.

MAT#	COUNTRY	FILED	APPL#	REGDT	REG#	STATUS	CLASS	EXPIRES	REMARKS
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ICON continued . . .

07319/058ES3 SPAIN 5/30/1994 1.905.776 10/5/1995 1905776 REGISTERED 41 7/5/2000 PROOF OF USE 2

41 - Rental and leasing services for lighting apparatus and equipment and for electrical and electronic control apparatus therefor, for educational, entertainment and decorative purposes.

07319/058CH1 SWITZERLAND 4/7/1997 02725/1997 2/16/1998 449247 REGISTERED 11, 36, 2/16/2002 PROOF OF USE 1
41, 9

11 - Lighting apparatus and installations; electric light bulbs, luminous tubes for lighting, light diffusers, lamp reflectors, lamp shades, lamp stands and parts of apparatus and lighting installations (comprised in this class) being parts of lighting apparatus and installations.

36 - Leasing of all lighting apparatus and installations and of electrical and electronic control apparatus.

41 - Hire and rental of all lighting apparatus and installations and of electrical and electronic control apparatus.

9 - Electrical and electronic control consoles for lighting apparatus and installations, lamp lenses.

07319/058GB1 UNITED KINGDOM 11/30/1993 1555229 ABANDONED 9

9 - Electrical and electronic control consoles for lighting apparatus and installations.

07319/058GB2 UNITED KINGDOM 11/30/1993 1555230 11/30/1993 1555230 REGISTERED 11 3/30/2003 RENEWAL 1ST

11 - Lighting apparatus and installations; electric light bulbs, luminous tubes for lighting, light diffusers, lamp casings, lamp lenses, lamp reflectors, lamp shades, lamp stands and supports being parts of lighting apparatus and installations.

07319/058GB3 UNITED KINGDOM 11/30/1993 1555231 11/30/1993 1555231 REGISTERED 41 9/30/2000 RENEWAL 2ND

41 - Hire, rental and leasing, all of lighting apparatus and installations and of electrical and electronic control apparatus for use with all the aforesaid goods; all included in Class 41.

ICON (Stylized)

07319/016AT1 AUSTRIA 4/1/1997 AM1770/97 1/22/1998 173511 REGISTERED 11, 9 1/22/2002 PROOF OF USE 1

11 - Automated lighting system for use in entertainment and public events consisting of lights, lenses, and color.

9 - Computer programs, computer hardware, microprocessors and controllers.

07319/016DE1 GERMANY 3/27/1997 39713909.8 7/8/1997 39713909. REGISTERED 11, 41, 7/8/2001 PROOF OF USE 1
9

11 - Lighting apparatus and systems, particularly automated lighting system for use in entertainment and public events; parts of lighting apparatus; safety devices for lighting systems; light generators; beam splitters, regulators for stage-lighting.

41 - Entertainment; production of shows; production of lighting effects; renting lighting apparatus, sound recordings, radios and televisions, cinema and video films and electric and electronic control means for the aforesaid apparatus.

9 - Light modulator; light and beam splitter control means; light optical devices; apparatus for measuring and controlling; image transmission apparatus; lenses, optical lamps; laser, not for medical purposes; apparatus for receiving, transmitting and reproducing images and sound; computer hardware and computer software, as far as included in Class 9; supervision and control apparatus.

07319/016CH1 SWITZERLAND 4/16/1997 03023/1997 4/16/1997 453365 REGISTERED 11, 9 4/16/2001 PROOF OF USE 1

11 - Lighting apparatus and installations for use in entertainment and public events; parts of apparatus and lighting installations (comprised in this class) being parts of lighting apparatus and installations.

9 - Electrical and electronic control consoles for lighting apparatus and installations, lamp lenses, pattern media (moving slides) generated by video images and computer programs.

07319/016001 UNITED STATES 8/31/1993 74/431,467 7/26/1994 1,846,659 REGISTERED 11 7/26/2000 AFFIDAVIT OF USE

11 - Automated lighting system for use in entertainment and public events consisting of lights, lenses, color and pattern media, computer programs and computer hardware, microprocessors and controllers, in Class 11.

ICON CONSOLE

07319/046001 UNITED STATES 10/17/1996 75/182,937 7/7/1998 2,170,786 REGISTERED 11 7/7/2004 AFFIDAVIT OF USE

11 - Stage lighting equipment, namely, an automated lighting system consisting of lights, lenses, color and pattern media, computer programs, microprocessors and controllers.

MATTER	COUNTRY	FILED	APPL#	REGDT	REG#	STATUS	CLASS	REMARKS
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ICON JAPAN 1

07319/064JP1	JAPAN	11/12/1996	8-127320			ABANDONED	9	
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9 - Electrical and electronic control consoles for lighting apparatus and installations

07319/064JP2	JAPAN	11/12/1996	8-127321			ABANDONED	11	
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11 - Electric light bulbs, luminous tubes for lighting, light diffusers, lamp casings, lamp lenses, lamp reflectors, lamp shades, lamp stands and supports, and all other parts of lighting apparatus and installations

07319/064JP3	JAPAN	11/12/1996	8-127322			PENDING	42	
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42 - Hire, rental and leasing of lighting apparatus and installations; Hire, rental and leasing of electrical and electronic control apparatus.

07319/064001	UNITED STATES					PROPOSED		
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ICON MEDUSA 1

07319/069001	UNITED STATES	4/8/1997	75/271,357			ALLOWED	11, 41	
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11 - Automated lighting system for use in entertainment and public events consisting of lights, lenses, color and pattern media, computer programs and computer hardware, microprocessors and controllers..

41 - Entertainment services, namely lighting production; hiring, rental, and leasing of lighting apparatus and instruments and of electrical and electronic control apparatus..

ICON MINT CONSOLE 1

07319/047001	UNITED STATES	10/17/1996	75/182,875	6/30/1998	2,168,968	REGISTERED	11	6/30/2004 AFFIDAVIT OF USE
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11 - Stage lighting equipment, namely, an automated lighting system consisting of lights, lenses, color and pattern media, computer programs, microprocessors and controllers, in Class 11.

ICON WASHLIGHT 1

07319/048001	UNITED STATES	10/17/1996	75/182,858			ABANDONED	9	
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9 - Stage lighting equipment.

LIGHT & SOUND DESIGN 1

07319/043001	UNITED STATES	10/17/1996	75/182,856	7/27/1999	2,263,939	REGISTERED	11	7/27/2005 AFFIDAVIT OF USE
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11 - Stage lighting equipment, namely, an automated lighting system consisting of lights, lenses, color and pattern media, computer programs, microprocessors and controllers.

LSD 1

07319/042001	UNITED STATES	4/8/1997	75/271,361			ABANDONED	11, 41	
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11 - Automated lighting system for use in entertainment and public events consisting of lights, lenses, color and pattern media, computer programs and computer hardware, microprocessors and controllers

41 - Entertainment services, namely lighting production; hiring, rental, and leasing of lighting apparatus and instruments and of electrical and electronic control apparatus

LSD: ICON 1

07319/024JP1	JAPAN					PROPOSED	11, 41, 9	
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11 - Lighting apparatus and installations; electric light bulbs, luminous tubes for lighting, light diffusers, lamp casings, lamp lenses, lamp reflectors, lamp shades, lamp stands and supports being parts of lighting apparatus and installations.

41 - Hire, rental and leasing, all of lighting apparatus and installations and of electrical and electronic control apparatus for use with all the aforesaid goods; all included in Class 41.

9 - Electrical and electronic control consoles for lighting apparatus and installations.

MATTERS COUNTRY FILED APPL# REGDT REG# STATUS CLASS# ACTION DATE

LSD ICON continued . . .

07319/024ZA4 SOUTH AFRICA 2/28/1996 96/2586 PENDING 41 6/28/2005 RENEWAL 1ST

41 -

07319/024GB1 UNITED KINGDOM 2/13/1996 2056725 2/13/1996 2056725 REGISTERED 11, 41, 8/5/2000 STATUS CHECK 9

11 - Lighting apparatus and installations; electric light bulbs, luminous tubes for lighting, light diffusers, lamp casings, lamp reflectors, lamp shades, lamp stands and supports being parts of lighting apparatus and installations.

41 - Hire, rental and leasing all of lighting apparatus and installations and of electrical and electronic control apparatus for use with all the aforesaid goods.

9 - Electrical and electronic control consoles for lighting apparatus and installations, lamp lenses.

07319/024001 UNITED STATES 2/22/1996 75/061,151 ABANDONED 41

41 - Entertainment services, namely lighting production; rental and leasing of lighting apparatus and instruments, and of electric and electronic control apparatus therefor for use in the field of musical and theatrical events.

07319/044001 UNITED STATES 10/17/1996 75/182,883 ABANDONED 11

11 - Stage lighting equipment, namely, an automated lighting system consisting of lights, lenses, color and pattern media, computer programs, microprocessors and controllers.

MEDUSA 1

07319/070001 UNITED STATES 4/8/1997 75/271,356 ABANDONED 11, 41

11 - Automated lighting system for use in entertainment and public events consisting of lights, lenses, color and pattern media, computer programs and computer hardware, microprocessors and controllers.

41 - Entertainment services, namely lighting production; hiring, rental, and leasing of lighting apparatus and instruments and of electrical and electronic control apparatus.

OUTBOARD EFFECTS MIRROR 1

07319/020001 UNITED STATES 7/6/1995 74/698,461 ABANDONED 9

9 - High speed pan and tilt optical quality mirror for use in stage lighting systems.

SNAP MASTER 1

07319/045001 UNITED STATES 10/17/1996 75/182,857 ABANDONED 11

11 - Stage lighting equipment, namely, an automated lighting system consisting of lights, lenses, color and pattern media, computer programs, microprocessors and controllers.

VIKOMA 1

07319/010001 UNITED STATES 1/3/1994 74/476,696 10/10/1995 1,925,057 REGISTERED 17, 7 10/10/2001 AFFIDAVIT OF USE

17 - Flexible structures or articles made of plastics for use in systems for the recovery of oil from bodies of water, namely booms and associated apparatus for surrounding and containing said oil

7 - Water pumps for filling ballast chambers in booms, boat engines, capstans, rotating disc skimmer machines for removing oil from water and replacement parts therefor (IC7);

WASHLIGHT 1

07319/029AT1 AUSTRIA 4/1/1997 AM1758/97 1/22/1998 173509 REGISTERED 41, 42 1/22/2002 PROOF OF USE 1

41 - Entertainment;

42 - Hiring, rental and leasing of lighting apparatus and instruments and of electrical and electronic control apparatus.

07319/029DE1 GERMANY 3/26/1997 397137451 7/21/1997 39713745 REGISTERED 41, 42, 7/21/2001 PROOF OF USE 1 9

41 - Entertainment services; show productions; lighting production; rental of lighting apparatus and instruments of sound recordings, of radio and television apparatus, of cinema and video films and of electrical and electronic control apparatus therefore

42 - Rental of lighting apparatus and instruments and rental of electrical and electronic control apparatus.

9 - Light controlling apparatus; electronic and electric control devices

MATTER#	COUNTRY	FILED	APPEL	REGDT	REG#	STATUS	CLASSES	APPROVAL
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WASHLIGHT continued . . .

07319/029CHI SWITZERLAND 4/1/1997 02530/1997 447251 REGISTERED 11, 35, 8/1/2006 RENEWAL 1ST
36, 41

- 11 - Lighting apparatus and instruments as well as electrical and electronic control apparatus therefor.
- 35 - Retail sale of lighting apparatus and instruments as well as electrical and electronic control apparatus therefor.
- 36 - Leasing of lighting apparatus and instruments as well as electrical and electronic control apparatus therefor.
- 41 - Entertainment services; namely, lighting production, hiring, rental of lighting apparatus and instruments and of electrical and electronic control apparatus therefor.

07319/029001 UNITED STATES 5/3/1996 75/098,596 3/24/1998 2,145,706 REGISTERED 41 3/24/2004 AFFIDAVIT OF USE

- 41 - Entertainment services, namely, lighting production; hiring, rental and leasing of lighting apparatus and instruments and of electrical and electronic control apparatus therefor for use in the field of musical and theatrical events, in Class 41.

WASHLIGHT (Stylized)

1

07319/031ATI AUSTRIA 4/1/1997 AM1771/97 1/22/1998 173510 REGISTERED 41, 42 1/22/2002 PROOF OF USE 1

- 41 - Entertainment;
- 42 - Hiring, rental and leasing of lighting apparatus and instruments and of electrical and electronic control apparatus.

07319/031CHI SWITZERLAND 4/1/1997 02531/1997 12/30/1997 447272 REGISTERED 11, 35, 3/30/2002 PROOF OF USE 1
36, 41

- 11 - Lighting apparatus and instruments as well as electrical and electronic control apparatus therefor.
- 35 - Retail sale of lighting apparatus and instruments as well as electrical and electronic control apparatus therefor.
- 36 - Leasing of lighting apparatus and instruments as well as electrical and electronic control apparatus therefor.
- 41 - Entertainment services; namely, lighting production, hiring, rental of lighting apparatus and instruments and of electrical and electronic control apparatus therefor.

07319/031001 UNITED STATES 5/3/1996 75/098,597 4/21/1998 2,151,720 REGISTERED 41 4/21/2004 AFFIDAVIT OF USE

- 41 - Entertainment services; namely, lighting production; rental and leasing of lighting apparatus and instruments, and of electrical and electronic control apparatus therefor for use in the field of musical and theatrical events, in Class 41.

END OF REPORT

TOTAL ITEMS SELECTED = 49

Dated as of June 19, 1998

GRANT OF SECURITY INTEREST (PATENTS)

LIGHT & SOUND DESIGN HOLDINGS LIMITED, a U.K. corporation, **LIGHT & SOUND LIMITED**, a U.K. corporation, and **LIGHT & SOUND DESIGN, INC.**, a California corporation (the "Grantors"), are obligated to **THE BANK OF NEW YORK**, as Agent (the "Agent"), and have entered into a Security Agreement dated the date hereof (the "Agreement") with the Agent.

Pursuant to the Agreement, the Grantors granted to the Agent a security interest in all of the right, title and interest of the Grantors in and to the letters patent or applications for letters patent, of the United States, more particularly described on Schedule 1 (the "Patents") together with any reissue, continuation, continuation-in-part or extension thereof, and all proceeds thereof, any and all cases of action which may exist by reason of infringement thereof for the full term of the Patents (the "Collateral"), to secure the prompt payment, performance and observance of the Obligations (as defined in the Agreement).

For good and valuable consideration, the receipt of which is hereby acknowledged, and for the purpose of recording the grant of the security interest as aforesaid, the Grantors do hereby further assign to the Agent, and grant to the Agent a security interest in, the Collateral to secure the prompt payment, performance and observance of the Obligations.

The Grantors do hereby further acknowledge and affirm that the rights and remedies of the Agent with respect to the assignment of and security interest in the Collateral made and granted hereby are set forth in the Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

Upon the indefeasible cash payment in full of all Obligations (as such term is defined in the Agreement), the Agent will take whatever actions are necessary at the Grantors' expense to release or reconvey to Grantors all right, title and interest of the Grantors in and to the Patents.

The Agent's address is: One Wall Street, New York, New York 10286

IN WITNESS WHEREOF, the Grantors have caused this Assignment to be duly executed by its duly authorized officer as of the 19th day of June, 1998.

LIGHT & SOUND DESIGN HOLDINGS LIMITED

By: JS [Signature]
Name: Jerry Reidy
Title: Chief Financial Officer

LIGHT & SOUND DESIGN LIMITED

By: JS [Signature]
Name: Jerry Reidy
Title: Chief Financial Officer

LIGHT & SOUND DESIGN, INC.

By: _____
Name: Nick Jackson
Title: President

IN WITNESS WHEREOF, the Grantors have caused this Assignment to be duly executed by its duly authorized officer as of the 19th day of June, 1998.

LIGHT & SOUND DESIGN HOLDINGS LIMITED

By: _____
Name: Jerry Reidy
Title: Chief Financial Officer

LIGHT & SOUND DESIGN LIMITED

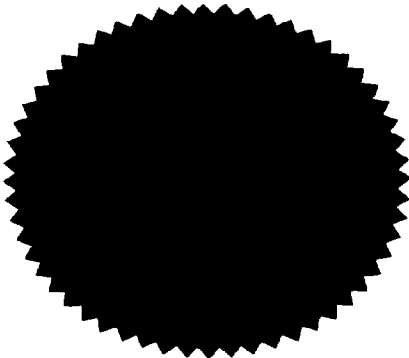
By: _____
Name: Jerry Reidy
Title: Chief Financial Officer

LIGHT & SOUND DESIGN, INC.

By: _____
Name: Nick Jackson
Title: President

~~cut~~ CITY OF BIRMINGHAM, ENGLAND
~~int~~ STATE OF NEW YORK)
 WEST MIDLANDS) SS:
 COUNTY OF ~~NEW YORK~~)

On this 14th day of August 1998, before me personally came JERRY REIDY, to me known, who, being by me duly sworn, did depose and say that he resides at 61 Gordon Rd, Birmingham that he is the Chief Financial Officer of each of LIGHT & SOUND DESIGN HOLDINGS LIMITED and LIGHT & SOUND DESIGN LIMITED, the corporations described in and which executed the above instrument, and that he signed his name thereto by order of the respective boards of directors thereof.



[Handwritten Signature]

 Notary Public
 [Notary Stamp]

Schedule 1
to
Grant of Security Interest (Patents)
Dated as of June 19, 1998

See attached.

Title of Application	Fish & Richardson Reference No.	Location Filed	Filing Date	Inventor	Status	Patent Number	Issue Date	Licenser	Licensee
Improved Medium for a Color Changer	07319-403001	USA	08-Aug-94	Hewlett	Issued	5,633,061	27-May-97	Hewlett	Chinistic Lites
Improved Medium for a Color Changer	07319-403002	USA - Divisional	28-Jan-97	Hewlett	Allowed	07319-403002			
Improved Medium for a Color Changer	07319-403003	USA	21-May-97	Hewlett	Pending	07319-403003			
Improved Medium for a Color Changer		Canada	14-Jul-95	Hewlett	Pending				
Improved Medium for a Color Changer		Europe	14-Jul-95	Hewlett	Pending				
Improved Medium for a Color Changer		Japan	14-Jul-95	Hewlett	Pending				
Improved Medium for a Color Changer		PCT	14-Jul-95	Hewlett	Pending				
Improved Medium for a Color Changer		USA	23-Apr-94	Hewlett	Issued	5,426,576	20-Jun-95	Hewlett	Coherent Optics*
Color Crossfading System for a Luminaire	07319-404001	Europe	07-May-93	Hewlett	Pending				
Color Crossfading System for a Luminaire		PCT	03-May-93	Hewlett	Abandoned				
Color Crossfading System for a Luminaire	07319-405001	USA	05-Jan-90	Perry	Pending	07319-405001			
Method for Creating a Facsimile of an Image (LCD gobo)		USA	18-Jun-93	Hunt and others	Issued	5,414,328	09-May-95		
Stage Lighting Console Including Assignable Macros	07319-407001	PCT	?	Hunt and others	Abandoned				
Stage Lighting Console Including Assignable Macros	07319-408001	USA	18-Jun-93	Hunt and others	Issued	5,502,627	26-Mar-96		
Stage Lighting Lamp Unit & Stage Lighting System	07319-408002	USA - Divisional 1	24-May-95	Hunt and others	Issued	5,769,531	23-Jun-98		
Stage Lighting Lamp Unit & Stage Lighting System		USA - Divisional 2	21-Dec-95	Hunt and others	Issued	5,788,365	04-Aug-98		
Stage Lighting Lamp Unit & Stage Lighting System	07319-408003	USA - Divisional 3	18-Dec-97	Hunt and others	Issued	5,921,659	13-Jul-99		
Stage Lighting Lamp Unit & Stage Lighting System	07319-408004	Canada	21-Sep-93	Hunt and others	Pending				
Stage Lighting Lamp Unit & Stage Lighting System	07319-408005	Germany	21-Sep-93	Hunt and others	Issued				
Stage Lighting Lamp Unit & Stage Lighting System		France	21-Sep-93	Hunt and others	Pending				
Stage Lighting Lamp Unit & Stage Lighting System		United Kingdom	21-Sep-93	Hunt and others	Pending				
Stage Lighting Lamp Unit & Stage Lighting System		Italy	21-Sep-93	Hunt and others	Pending				
Stage Lighting Lamp Unit & Stage Lighting System		Netherlands	21-Sep-93	Hunt and others	Pending				
Stage Lighting Lamp Unit & Stage Lighting System		PCT	21-Sep-93	Hunt and others	Int'l Phase				
Stage Lighting Lamp Unit & Stage Lighting System	07319-409001	USA	24-Jun-93	Hunt and others	Issued	5,588,021	24-Dec-96		
Stage Lighting Lamp Unit & Stage Lighting System		USA - Continuation	20-Dec-96	Hunt and others	Issued	5,812,596	22-Sep-98		
Repeater for Use in a Control Network	07319-409001	USA	14-Feb-95	Owen	Issued	5,795,058	18-Aug-98		
Repeater for Use in a Control Network	07319-411001	Canada	11-Aug-93	Owen	Allowed				
Color Image Projection Apparatus		Europe	11-Aug-93	Owen	Pending				
Color Image Projection Apparatus	07319-412001	USA	07-Feb-96	Hewlett	Issued	5,628,485	27-Oct-98		
Programmable Gobo Using Digital Micromirrors	07319-012002	USA - Group IV	23-Sep-97	Hewlett	Issued	5,953,152	14-Sep-99		
Programmable Gobo Using Digital Micromirrors	07319-012003	USA - Group III	17-Oct-97	Hewlett	Issued	5,940,204	17-Aug-99		
Programmable Gobo Using Digital Micromirrors	07319-012004	USA - Group II	24-Oct-97	Hewlett	Pending	07319-012004			
Programmable Gobo Using Digital Micromirrors	07319-012005	USA - Group V	31-Oct-97	Hewlett	Issued	5,953,151	14-Sep-99		
Programmable Gobo Using Digital Micromirrors	07319-012006	PCT-Canada-EPO-Japan	07-Feb-97	Hewlett	Int'l Phase				
Programmable Gobo Using Digital Micromirrors	07319-013001	USA	30-May-95	Evans and others	Issued	5,702,082	30-Dec-97		
A Lamp Holding Hook Clamp	07319-077001	USA	06-Feb-96	Evans and others	Issued	5,900,685	04-May-99		
Anti-noise System for a Moving Object		USA	24-Aug-95	Steadman and others	Pending	07319-077001			
Pan and Tilt Mirror Coupled Relative to a Stage Lamp	07319-019001	USA	30-Jul-96	Evans and others	Issued	5,984,248	16-Nov-99		
Lamp Holding Hook Clamp and Connector Keyway	07319-021001	USA	28-Jul-97	Evans and others	Int'l Phase				
Lamp Holding Hook Clamp and Connector Keyway	07319-022001	EP	13-Jul-96	Nag	Pending	07319-022001			
Parallel Connected Lighting Control System		USA			Abandoned				
Ultrasonic Positioning System	07319-030001	USA	01-May-97	Hewlett and others	Pending	07319-030001			
Virtual Reality Show Control	07319-032001	USA	29-Mar-96	Hunt	Issued	5,983,380	09-Nov-99		
MIDI Talk Communication	07319-034001	USA	30-Oct-96	Starr and others	Issued	5,966,201	16-Nov-99		
MIDI Monitoring	07319-035001	USA	18-Apr-96	Evans	Issued	5,794,881	18-Aug-98		
Gel Tensioning Device		PCT	25-Mar-97	Evans	Lapsed				
Gel Tensioning Device	07319-039001	USA	03-Mar-97	Hunt and others	Pending	07319-039001			
Lighting Communication Architecture	07319-041001	USA	03-Mar-97	Hunt and others	Allowed	07319-041001			
Tempo Synchronization for Moving Lights	07319-053001	USA	15-Oct-96	Hewlett	Pending	07319-053001			
Sensitizing Color Crossfading Color Changer w/ Bump	07319-063001	USA	17-Oct-97	Evans	Allowed	07319-063001			
Cammed Rotating Gobos		PCT	17-Oct-97	Evans	Lapsed				
Cammed Rotating Gobos	07319-065001	USA	19-Nov-96	Hunt	Issued	5,969,485	19-Oct-99		
Combination Driver for Map Sets - Console	07319-067001	USA	12-May-97	Hewlett and others	Pending	07319-067001			
Electronically Controlled Stage Light - Medusa	07319-067EP1	EPO			Pending	07319-067EP1			
Electronically Controlled Stage Light - Medusa	07319-074001	USA	17-Sep-97	Hunt	Allowed	07319-074001			
Gobo Control Record Format	07319-074WFO1	USA			Allowed	07319-074WFO1			
Custom Color Wheel (Designer Color Wheel)	07319-079001	USA	01-Jul-98	Evans	Issued	6,011,662	04-Jan-00		
Variable Color Fluorescent Backlighting	07319-072001	USA	09-Mar-98	Owen	Allowed	07319-072001			

TRADEMARK

REEL: 002115 FRAME: 0922

Title of Application	Fish & Richardson Reference No.	Location Filed	Filing Date	Inventor	Status	Patent Number	Issue Date	Licenser	License
Electronically Controlled Stage Lighting System	07319-075001	USA	12-Nov-97	Evans	Expired				
Illumination Obscurement Device	07319-078001	USA	01-Jul-98	Hewlett and Evans	Pending	09/108,263			
Illumination Obscurement Device	07319-078EPI	EPO	01-Jul-99	Hewlett and Evans	Published				
Improvements in Pixel Mirror Based Stage Lighting System	07319-080001	USA	31-Aug-98	Hughes and others	Pending	09/145,313			
Pixel Based Gobo Record Control Format	07319-080W01	WIPO	27-Aug-99	Hughes and others	Pending				
Pixel Based Gobo Record Control Format	07319-083001	USA	01-Feb-99	Hunt and others	Pending	09/195,585			
A Programmable Light Beam Shape Altering Device Using Separate Programmable Micromirrors for each Primary Color	07319-085001	USA	23-Nov-99	Hewlett	Pending	09/448,324			
Multilayer Control of Gobo Shape	07319-087001	USA	22-Sep-99	Hunt	Pending	60/155,513			
Reduced Function Operation Mode of a Lighting Mode	07319-089001	USA	22-Sep-99	Hunt	Pending	60/155,525			
Trimmer Iris	07319-090001	USA	provisional						
Belt Looping	07319-091001	USA	provisional						
Dual Hook Clamp	07319-092001	USA	provisional						
Bulb Cooling	07319-093001	USA	provisional						
Supercooler	07319-094001	USA	provisional						
Cut On Calibration	07319-095001	USA	provisional						

SCHEDULE A
(Redistribution of USPTO Fees)

	Fees Paid on 11/04/1999	Current Fees Due	Difference
Patents	\$490.00	\$215.00	\$275.00
Trademarks	\$1,400.00	\$1,640.00	-\$240.00
Refund from USPTO:			\$35.00