

RECORDATION FORM
TRADEMARK

03-05-2001

DEPARTMENT OF COMMERCE
Trademark Office



101625327

To the Assistant Commissioner

to record the attached original documents or copy thereof.

1. Name of conveying party(ies)

02-20-2001
U.S. Patent & TMO/TM Mail Report #64

Name and address of receiving party(ies)
Name: NSI Enterprises, Inc.

Holophane Corporation

Internal Address: 1420 Peachtree Street, N.E.

Street Address:

City: Atlanta State: GA Zip: 30309

- Individual(s)
- General Partnership
- Corporation-State (Delaware)
- Other

Additional names(s) of conveying party(ies) attached Yes No

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State California
- Other

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: December 30, 1999

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

Additional names(s) & address(es) attached? Yes No

4. Application numbers(s) or patent numbers(s):

A. Trademark Application No.(s)
75/832,007 HALT (See Exhibit A-7)

B. Trademark Registration No.(s)
1,844,834 ARCADIA (See Exhibit A-7)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: William H. Brewster

Internal Address:

Street Address: 1100 Peachtree Street, Suite 2800

City: Atlanta State: GA Zip: 30309

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 85.00

Enclosed

Authorized to be charged to deposit account
The Commissioner is authorized to charge any deficiency in the required fee or credit any over payment to Deposit Account No. 11-0860.

8. Deposit account number:

11-0860

9. 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.

Christine M. Casan
Name of Person Signing

Signature

Date

2-14-01

Total number of pages including cover sheet, attachments, and document:

ASSIGNMENT

This Assignment is made and entered into as of the 30th day of December, 1999, between **Holophane Corporation**, an Delaware corporation with offices at 250 East Broad Street, Columbus, Ohio 43215 ("Assignor"), and **NSI Enterprises, Inc.**, a California corporation with offices at 1420 Peachtree St. N.E., Atlanta, Georgia 30309 ("Assignee"):

WHEREAS, Assignor has adopted and used both domestically and internationally certain trademarks (hereinafter the "Trademarks") in connection with its business, and is the owner of the Trademarks, and owns registrations or applications and for the Trademarks;

WHEREAS, Assignor desires to assign to Assignee the Trademarks including pending applications and registrations, together with the goodwill of the business connected with the Trademarks;

WHEREAS, Assignee desires to acquire the Trademarks, including pending applications and registrations, together with the good will of the business connected with the Trademarks;

WHEREAS, the parties desire to confirm as a matter of record Assignee's acquisition of the Trademarks in the United States Patent and Trademark Office and other jurisdictions as required; and

WHEREAS, the specific Trademarks assigned shall be identified on one or more Exhibits to be attached hereto and made a part hereof as soon as practicable.

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NOW, THEREFORE, for ten dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are acknowledged, Assignor assigns to Assignee all rights, title and interest in and to the Trademarks, including pending applications and registrations, together with the good will of the business symbolized by the Trademarks, and all causes of action and claims based on past actions or infringement related to the Trademarks. Assignor and Assignee agree to cooperate with one another in connection with recording this Assignment in the United States Patent and Trademark Office and other jurisdictions as required.

CONTINUED AND EXECUTED ON NEXT PAGE

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IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed and effective as of the 30th day of December, 1999.

HOLOPHANE CORPORATION [SEAL]



Brock A. Hattox, Executive Vice President
and Chief Financial Officer

Sworn to and subscribed before me this
14th day of March, 2000.



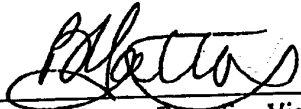
Notary Public

NOTARY PUBLIC, STATE OF GEORGIA
GWINNETT COUNTY
MY COMMISSION EXPIRES MAY 13, 2000

Accepted:

NSI ENTERPRISES, INC. [SEAL]

By:



Brock A. Hattox, Executive Vice President
and Chief Financial Officer

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EXHIBIT A-7

Registrations

<u>TRADEMARK</u>	<u>UNITED STATES REGISTRATION NO.</u>
ARCADIA	1,944,834

Pending Applications

<u>TRADEMARK</u>	<u>UNITED STATES SERIAL NO.</u>
HALT	75/832,007

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RECORDED: 02/20/2001

**TRADEMARK
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