

FORM PTO-1594 (Rev. 6-93)

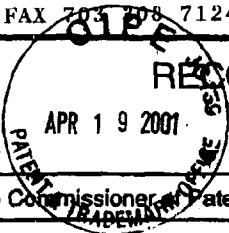
OMB No. 0651-0011 (exp. 4/94)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

04-26-2001



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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Omniglow Corporation

4.19.01

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

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

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

Execution Date: April 9, 2001

2. Name and address of receiving party(ies)

Name: HSBC Bank USA, as Agent

Internal Address: N/A

Street Address: 126 State Street

City: Albany State: NY ZIP: 12207

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

76/147,683 76/085,419

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Christopher G. Dorman

Internal Address:

Street Address: Phillips, Lytle, Hitchcock, Blaine & Huber LLP

437 Madison Avenue

City: New York State: NY ZIP: 10022

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41) \$ 65.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Christopher G. Dorman

Name of Person Signing

Signature

4/18/01 Date

Total number of pages including cover sheet, attachments, and document: 4

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



## NOTICE OF SECURITY INTEREST

Notice is hereby given that OMNIGLOW CORPORATION, a Delaware corporation with an address at 96 Windsor Street, West Springfield, Massachusetts 01089 ("Debtor") has granted a security interest to HSBC Bank USA, with its principal place of business located at 140 Broadway, New York, New York 10005-1180, as agent ("Agent"), in and to all of Debtor's trademarks, including, without limitation, the trademarks listed on Exhibit A and the applications and registrations associated therewith, pursuant to an agreement between Debtor and Agent dated of even date herewith and as the same may be amended or supplemented from time to time.

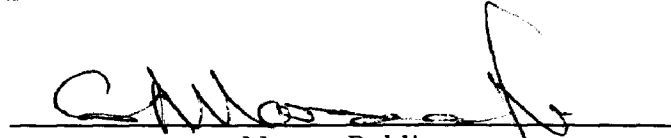
Dated as of April 9, 2001

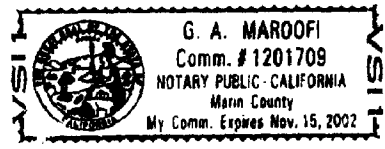
OMNIGLOW CORPORATION

By John L. Beshears  
Name: John L. Beshears  
Title: Secretary

STATE OF CALIFORNIA )  
 ) ss.:  
COUNTY OF MARIEN )

On the 9 day of April, 2001 before me, the undersigned, a notary public in and for said state, personally appeared JOHN LEONARD BESHENY personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that (s)he executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

  
\_\_\_\_\_  
Notary Public



**Exhibit A**

**TRADEMARKS APPLICATIONS**

<b>TRADEMARK</b>	<b>APPLICATION NUMBER</b>	<b>APPLICATION DATE</b>
Monster Glow	76/147,683	10/17/00
Crazy Glow	76/085,419	7/10/00

NYC Doc # 231840.1\Cgd \00903\00872

**RECORDED: 04/19/2001**

**TRADEMARK  
REEL: 002279 FRAME: 0761**