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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

101797707

To the Honorable Commissioner of Patents and Trademarks Original documents or copy thereof.

1. Name of conveying party(ies): Catalina Lighting, Inc. Individual(s) Association General Partnership Limited Partnership Corporation-State Florida Other

2. Name and address of receiving party(ies) Name: SunTrust Banks, Inc. Internal Address: Street Address: 303 Peachtree Street City: Atlanta State: GA Zip: 30308 Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Georgia Other

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other Execution Date: July 23, 2001

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 registration number(s): A. Trademark Application No.(s) See attached B. Trademark Registration No.(s) 1790276 See attached Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Susan Lake Internal Address: King & Spalding Street Address: 191 Peachtree Street City: Atlanta State: GA Zip: 30303

6. Total number of applications and registrations involved: 5 7. Total fee (37 CFR 3.41) \$ 140.00 Expedite fee 120.00 Enclosed Authorized to be charged to deposit account

8. Deposit account number: (Attach duplicate copy of this page if paying by deposit account)

08/07/2001 6TON11 00000146 1790276 01 FC:481 02 FC:482 03 FC:484

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. Susan Lake Signature Date July 25, 2001 Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 7 Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

Client: CATALINA LIGHTING, INC.

United States Trademark Registrations in force as of July 18, 2001

<u>COUNTRY</u>	<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>	<u>REC. OWNER</u>
United States	CATALINA	1790276 ✓	8/31/93	CATALINA LIGHTING, INC.
11: ELECTRIC LIGHTING FIXTURES, ELECTRIC LAMPS				
United States	DANA	1694214	6/16/92	CATALINA INDUSTRIES, INC.
11: ELECTRIC LAMPS AND HALOGEN REPLACEMENT BULBS				
United States	DANA & DESIGN	1682805	4/14/92	CATALINA INDUSTRIES, INC.
11: ELECTRIC LAMPS AND HALOGEN REPLACEMENT BULBS				
United States	GIGALIGHT	2166333 ✓	6/16/98	CATALINA LIGHTING, INC.
11: ELECTRIC LAMPS FOR ILLUMINATING COMPUTER KEYBOARD AND WORK AREA				
United States	HALOGENIX	2134264 ✓	2/3/98	CATALINA LIGHTING, INC.
11: ELECTRIC LAMPS AND ELECTRIC LIGHTING FIXTURES				
United States	ILLUMINADA	1698562S ✓	6/30/92	CATALINA LIGHTING, INC.
11: INDOOR AND OUTDOOR ELECTRIC LAMPS AND ELECTRIC LIGHTING FIXTURES FOR RESIDENTIAL AND COMMERCIAL USE				
United States	MERIDIAN LAMPS AND DESIGN	2046933 ✓	3/25/97	CATALINA LIGHTING, INC.
11: ELECTRIC LAMPS, LAMP SHADES AND PEDESTALS FOR ELECTRIC LAMPS				
United States	PRO OFFICE	2067849	6/3/97	CATALINA INDUSTRIES, INC.
11: ELECTRIC LAMPS				

Cowan, Liebowitz & Latman, P.C.**Client: CATALINA LIGHTING, INC.****United States Applications Status Report as of July 18, 2001**

<u>COUNTRY</u>	<u>MARK</u>	<u>APPLN. NO.</u>	<u>APPLN. DATE</u>	<u>REC. OWNER</u>
United States	PRO HOME	75/782160	8/23/99	CATALINA INDUSTRIES, INC.

11: ELECTRIC LAMPS

TRADEMARK ASSIGNMENT

This Trademark Assignment is made on this 23rd day of July, 2001, by Catalina Lighting, Inc., a Florida corporation having a principal business address at 18191 N. W. 68th Avenue, Miami, Florida 33015 (hereinafter "Assignor"), in favor of SunTrust Banks, Inc., a Georgia corporation, having a principal business address of 303 Peachtree Street NE, 25th Floor, Atlanta, Georgia 30308 (hereinafter "Assignee").

INTRODUCTION

A. Assignor is the owner of all right, title and interest in and to the trademarks listed on the attached **Schedule A** (hereinafter "Marks"), including the common law rights, the federal registrations of the registered Marks, and the goodwill developed through the use of the Marks; and

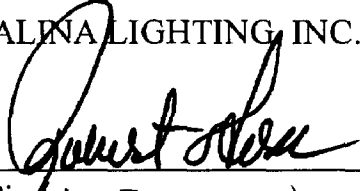
B. Assignee is desirous of acquiring all rights to the Marks, including the common law rights, the federal registration of the registered Marks, and the goodwill developed through the use of the Marks;

ASSIGNMENT

Pursuant to that certain Note Purchase Agreement entered into between the parties on July 23, 2001 and for other good and valuable consideration, the receipt and adequacy of which the parties acknowledge, Assignor hereby collaterally assigns and transfers to Assignee, the entire right, title, interest of Assignor in and to the Marks, including the common law rights, the federal registrations of the registered Marks and all goodwill of the business connected with the Trademarks. All rights and privileges transferred hereby, including the right to sue for and receive all damages from past infringements of the Marks, will be held and enjoyed by the Assignee, its successors, assigns and other legal representatives. Notwithstanding the foregoing or anything else contained in this Agreement to the contrary, the assignment set forth above shall not be effective as a transfer of title to the Marks unless and until the Assignee exercises the rights and remedies accorded to it under the Note Purchase Agreement or the other Investment Documents and by law with respect to the realization upon its security interest in and collateral assignment of the Marks, and until such time the Assignor shall own, and may use and enjoy the Marks in connection with its business operations, and exercise all incidents of ownership, including, without limitation, enforcement of its rights and remedies with respect to the Marks, but with respect to all Marks being used in the Assignor's business, only in a manner consistent with the preservation of the current substance, validity, registration and the security interest and collateral assignment herein granted in such Marks, provided, however, that the foregoing shall not impose an obligation on Assignor to continue to use any of the Marks in the Assignor's business to the extent that such Marks is not necessary in the normal conduct of its business.

Executed this 20th day of July, 2001.

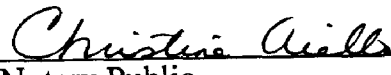
CATALINA LIGHTING INC.

By: 
Name: ROBERT HERSH
Title: CEO

STATE OF New York }
 }
COUNTY OF New York }

On this 20th day of July 2001, before me personally appeared Robert Hersh, who duly acknowledged the signing of the foregoing instrument to be voluntary act and deed, and who executed the same, with full power and authority to do so on behalf of and with the authorization of the above-named entity, and for the purpose therein specified.

WITNESS my hand and official seal


Notary Public [SEAL]

CHRISTINE AIELLO
NOTARY PUBLIC, State of New York
No. 01A16006778
Qualified in Nassau County
Commission Expires May 4, 2002

Client: CATALINA LIGHTING, INC.

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