

06-20-2001
101754498

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

1. Name of conveying party(ies):

CURTIS INSTRUMENTS, INC.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State New York
- 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: May 30, 2001

2. Name and address of receiving party(ies)

Name: THE BANK OF NEW YORK

Internal

Address:

Street Address: 123 Main Street

City: White Plains state: NY Zip: 10602

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State New York
- 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 registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1608893;
2054675; 1125746; 2106968

Additional number(s) attached Yes No

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

Name: Eric Reuben, Esq.

Internal Address:

Street Address: Emmet Marvin & Martin, LLP

120 Broadway

City: New York State: NY Zip: 10271

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41).....\$ 115.00

- 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.

LORI POTTS

Name of Person Signing

Signature

6/12/01

Date

4

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

06/19/2001 TDIAZI 00000109 2054675

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

40.00 OP
75.00 OP

01 FC:481
02 FC:482

GRANT OF SECURITY INTEREST (TRADEMARKS)

The undersigned, a New York corporation (the "*Grantor*"), is obligated to THE BANK OF NEW YORK, (the "*Secured Party*"), and has entered into a Security Agreement, dated as of May 30, 2001 (as amended, supplemented or otherwise modified from time to time, the "*Security Agreement*"), in favor of the Secured Party.

Pursuant to the Security Agreement, the Grantor granted to the Secured Party a security interest in and to all of the right, title and interest of the Grantor in and to the trademarks listed on Schedule 1, which trademarks are registered in the United States Patent and Trademark Office (the "*Trademarks*"), together with the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, 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 Security Agreement).

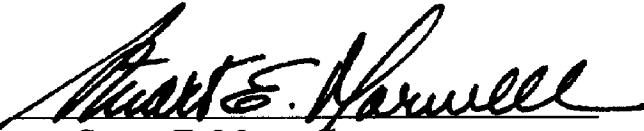
For good and valuable consideration, the receipt of which is hereby acknowledged, and for the purpose of recording the grant of the security interest as aforesaid, the Grantor does hereby further assign to the Secured Party, and grant to the Secured Party a security interest in, the Collateral to secure the prompt payment, performance and observance of the Obligations (as defined in the Security Agreement).

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

The Secured Party's address is: 123 Main Street, White Plains, New York
10602.

IN WITNESS WHEREOF, the Grantor has caused this Grant of Security Interest to be duly executed by its duly authorized officer as of the 30th day of May, 2001.

CURTIS INSTRUMENTS, INC.

By: 
Stuart E. Marwell,
President

Schedule 1
to
Grant of Security Interest (Trademarks)
Dated as of May 30, 2001

<u>MARK</u>	<u>GOODS COVERED</u>	<u>REGISTRATION NO.</u>	<u>DATE ISSUED</u>
CURTIS (stylized)	Elapsed-time and hour meters	1608893	8/07/1990
MC-1	Dual motor micro processor controllers	2054675	4/22/1997
Power Prover	Ampere hour meters	1125746	10/09/1979
SEPEX (stylized)	Electronic Controllers for electric vehicles	2106968	10/21/1997