

07-09-2001



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)

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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):

StarMet Corporation
(f/k/a Nuclear Metals, Inc.)

7-201

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

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

3. Nature of conveyance:

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

Execution Date: March 30, 2001

2. Name and address of receiving party(ies)

Name: State Street Bank and Trust Company

Internal

Address: _____

Street Address: 225 Franklin Street

City: Boston State: MA Zip: 02110

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Massachusetts JUL - 2 2001
- 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)

1,683,587; 945,061; 1,944,064; 2,431,958

Additional number(s) attached Yes No

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

Name: Jean-Paul Jaillet

Internal Address: Exchange Place

32nd

Street Address: 53 State Street

City: Boston State: MA Zip: 02109

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:

03-1721

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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.

Linda D. Kostrubanic

Name of Person Signing

Signature

June 28, 2001

Date

14

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

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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):

StarMet Powders, LLC

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

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

3. Nature of conveyance:

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

Execution Date: _____

2. Name and address of receiving party(ies)

Name: _____

Internal

Address: _____

Street Address: _____

City: _____ State: _____ Zip: _____

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 registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: _____

Internal Address: _____

Street Address: _____

City: _____ State: _____ Zip: _____

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Name of Person Signing

Signature

Date

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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):

StarMet Aerocast, LLC

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

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

3. Nature of conveyance:

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

Execution Date: _____

2. Name and address of receiving party(ies)

Name: _____

Internal

Address: _____

Street Address: _____

City: _____ State: _____ Zip: _____

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 registration number(s):

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B. Trademark Registration No.(s)

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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):

StarMet Commercial Castings, LLC

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

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

2. Name and address of receiving party(ies)

Name: _____

Internal Address: _____

Street Address: _____

City: _____ State: _____ Zip: _____

- 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

3. Nature of conveyance:

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

Execution Date: _____

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: _____

Internal Address: _____

Street Address: _____

City: _____ State: _____ Zip: _____

6. Total number of applications and registrations involved: _____

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

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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):

StarMet NMI Corporation

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

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

3. Nature of conveyance:

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

Execution Date: _____

2. Name and address of receiving party(ies)

Name: _____

Internal Address: _____

Street Address: _____

City: _____ State: _____ Zip: _____

- 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 registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

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Street Address: _____

City: _____ State: _____ Zip: _____

6. Total number of applications and registrations involved: _____



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

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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):

StarMet CMI Corporation
(f/k/a Carolina Metals, Inc.)

- 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: _____

2. Name and address of receiving party(ies)

Name: _____

Internal
Address: _____

Street Address: _____

City: _____ State: _____ Zip: _____

- 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
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Additional name(s) & address(es) attached? Yes No

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

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B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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6. Total number of applications and registrations involved: _____

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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):

StarMet Holdings Corporation

- 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: _____

2. Name and address of receiving party(ies)

Name: _____

Internal

Address: _____

Street Address: _____

City: _____ State: _____ Zip: _____

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

Corporation-State _____

Other _____

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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):

NMI Foreign Sales Corporation

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

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

2. Name and address of receiving party(ies)

Name: _____

Internal

Address: _____

Street Address: _____

City: _____ State: _____ Zip: _____

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

3. Nature of conveyance:

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

Execution Date: _____

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

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Street Address: _____

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Signature

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Washington, D.C. 20231

PATENT AND TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, StarMet Corporation, a Massachusetts corporation (f/k/a Nuclear Metals, Inc.), StarMet Powders, LLC, a Delaware limited liability corporation, StarMet Aerocast, LLC, a Delaware limited liability corporation, StarMet Commercial Castings, LLC, a Delaware limited liability corporation, StarMet NMI Corporation, a Massachusetts corporation, StarMet CMI Corporation, a Delaware corporation (f/k/a Carolina Metals, Inc.), StarMet Holdings Corporation, a Massachusetts corporation, and NMI Foreign Sales Corporation, a U.S. Virgin Islands corporation (collectively, the "Borrowers") own the patents and patent applications shown on the attached Schedule A (the "Patents") and the trademarks and trademark applications shown on the attached Schedule A (the "Trademarks"), for which there are recordings or applications in the United States Patent and Trademark Office under the respective numbers shown on Schedule A;

WHEREAS, State Street Bank and Trust Company (the "Assignor") and the Borrowers are parties to, among other things, (i) Amended and Restated Credit Agreement dated as of October 1, 1997 (as amended, modified, supplemented, and/or restated from time to time, the "Credit Agreement") and (ii) an Amended and Restated Joint Security Agreement dated as of October 1, 1997 (as amended, modified, supplemented, and/or restated from time to time, the "Security Agreement");

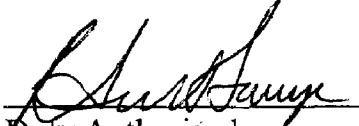
WHEREAS, pursuant to the Security Agreement, the Borrowers have granted to the Assignor a security interest in the Patents and Trademarks, all proceeds thereof, all rights corresponding thereto, and all reissues, divisions, continuations, renewals, extensions, and continuations-in-part thereof, and the recordings and applications therefore and all the goodwill of the business to which each of the Patents and Trademarks relates; and

WHEREAS, Citizens Bank of Massachusetts (the "Assignee") is successor in interest to the Assignor under the Credit Agreement and the Security Agreement, and the Assignee and Borrowers are parties to a Forbearance Agreement and Tenth Amendment to Credit Agreement dated as of February 5, 2001 (as amended, modified, supplemented, and/or restated from time to time, the "Forbearance Agreement");

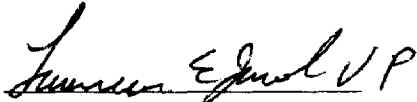
NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Assignor does hereby assign unto the Assignee and grant to the Assignee its security interest in and to the Patents and Trademarks, and recordings and application therefor, which assignment and security interest shall secure the "Obligations" as defined in the Security Agreement in accordance with the terms and provisions thereof and the "Borrower Obligations" as defined in the Forbearance Agreement in accordance with the terms and provisions thereof.

IN WITNESS WHEREOF, the parties hereto have executed this Patent and Trademark Assignment under seal as of March 30, 2001.

STATE STREET BANK
AND TRUST COMPANY

By: 
Duly Authorized

CITIZENS BANK
OF MASSACHUSETTS

By: 
Duly Authorized

SCHEDULE A

<u>Patent</u>	<u>Date of Patent</u>	<u>Title</u>
4,488,031	December 11, 1984	"Rotary Electrode Disc Apparatus"
4,501,073	February 26, 1985	"Apparatus & Method for Dehydrating Metal Pieces"
4,699,769	October 13, 1987	"Method and Apparatus for Producing Green Salt (UF ₄) From Uranium and Uranium Alloy Pieces"
4,701-310	October 20, 1987	"Method and Apparatus for Producing Uranyl Peroxide (UO ₄ 2H ₂ O) from Uranium and Uranium Alloy Pieces"
4,735,252	April 5, 1988	"System for Reforming Levitated Molten Metal into Metallic Forms"
4,793,978	December 27, 1988	"Method & Apparatus for Producing Uranyl Peroxide from Uranium and Uranium Alloy Pieces"
4,824,478	April 25, 1989	"Method and Apparatus for Producing Fine Metal Powder"
4,813,965	March 21, 1989	"Brazed Porous Coating and Improved Method of Joining Metal With Silver Material"
4,837,375	June 6, 1989	"Method for Producing Green Salt (UF ₄)"
4,938,409	July 3, 1990	"Brazed Porous Coating and Improved Method of Joining Metal With Silver Material"
5,084,253	January 28, 1992	"Method of Removing Niobium From Uranium-Niobium Alloy"
5,147,448	September 15, 1992	"Techniques for Producing Fine Metal Powder"
5,238,667	August 24, 1993	"Method for Treating Hydrated Green Salt"

5,273,711	December 28, 1993	“High Strength and Ductile Depleted Uranium Alloy”
5,276,335	January 4, 1994	“Cask for Storing and Transporting Highly Radioactive Material and Method of Making Same”
5,349,908	September, 27, 1994	Explosively Forged Elongated Penetrator
5,354,358	October 11, 1994	Process for Removing Uranium and Other Metals from Wastes
5,417,778	May 23, 1995	Ductile, Light Weight, High Strength Beryllium-Aluminum Cast Composite Alloy
5,421,916	June 6, 1995	Light Weight, High Strength Beryllium-Aluminum Alloy
5,603,780	February 18, 1997	Light Weight, High Strength Beryllium-Aluminum Alloy
5,855,642	January 5, 1999	System and Method for Producing Fine Metallic and Ceramic Powders
5,888,468	March 30, 1999	Method for Producing Silicon Tetrafluoride from Uranium Tetrafluoride
5,918,106	June 29, 1999	Method for Producing Uranium from Uranium Tetrafluoride and a Solid Oxide Compound
5,901,338	May 4, 1999	Method for Producing Uranium Oxide from Uranium Tetrafluoride, Silicon and a Gaseous Oxide
6,106,614	August 22, 2000	Method and Apparatus for Fabricating Near Spherical Semiconductor Single Crystal Particulate and Spherical Product Produced

Patent Application Filed

<u>Serial No.</u>	<u>Date Filed</u>	<u>Title</u>
09/130,791 - Group 1742	August 7, 1998	Method of Producing Fine Metallic and Ceramic Powders

<u>Trademark</u>	<u>Date of Registration</u>	<u>Registration No.</u>
PREP (Plasma Rotating Electrode Process)	April, 21, 1992	1,683,587
REP (Rotating Electrode Process)	October 17, 1972	945,061
Beralcast	December 26, 1995	1,944,064
Starmet	February 27, 2001	2,431,958