

02-21-2002

ET

Docket No.:

13568.046



101988193

Tab settings

To the Honorable Commissioner of Patents, please file attached original documents or copy thereof.

1. Name of conveying party(ies):

Duratek Radwaste Processing, Inc.

2.1.02

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

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

3. Nature of conveyance:

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

Execution Date: December 12, 2001

2. Name and address of receiving party(ies):

Name: First Union National Bank

Internal Address: 4th Floor

Street Address: 301 South College St.

City: Charlotte State: NC ZIP: 28288

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,823,263 1,395,191 1,354,637

Additional numbers Yes No

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

Name: James D. Wright

Internal Address: Kennedy Covington Lobdell &

Hickman, LLP

4200 Bank of America Corporate Center

Street Address: 100 N. Tryon St.

City: Charlotte State: NC ZIP: 28202

6. Total number of applications and registrations involved:.....

3

7. Total fee (37 CFR 3.41):.....\$ 90.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

18-1215

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02/20/2002 LHMJELLER 00000093 1023263

DO NOT USE THIS SPACE

01 FC:481 40.00 DP
02 FC:482 50.00 DP

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.

James D. Wright

Name of Person Signing

James D. Wright (Signature)

Signature

January 10, 2002

Date

Total number of pages including cover sheet, attachments, and

TRADEMARK

**ASSIGNMENT OF SECURITY INTEREST
IN UNITED STATES PATENTS AND TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, DURATEK RADWASTE PROCESSING, INC., a Tennessee corporation (f/k/a GTS Duratek Bear Creek, Inc.) (the "Assignor"), having its chief executive office at 10100 Old Columbia Road, Columbia, Maryland 21046, hereby assigns and grants to FIRST UNION NATIONAL BANK (f/k/a First Union National Bank of Maryland), a national banking association, as Collateral Agent (the "Assignee"), with offices at 301 South College Street, 4th Floor, Charlotte, North Carolina 28288-0735, a security interest in all of the Assignor's right, title and interest in, to and under the following (all of the following items or types or property being herein collectively referred to as the "Patent and Trademark Collateral"), whether presently existing or hereafter arising or acquired:

(i) each Patent and Patent application of the Assignor, including each Patent and Patent application referred to on Schedule A hereto;

(ii) each Trademark, Trademark registration and Trademark application, and all of the goodwill of the business connected with the use of, and symbolized by, each Trademark, Trademark registration and Trademark application of the Assignor, including each Trademark, Trademark Registration and Trademark Application referred to in Schedule B hereto; and

(iii) all products and proceeds of the foregoing, including any claim by the Assignor against third parties for past, present or future infringement of any Patent, or past, present or future infringement or dilution of any Trademark or Trademark registration, including any Patent or Trademark listed on Schedule A or Schedule B hereto, applicable, or under any Patent or Trademark licensed under any Patent License or Trademark License, including any such License listed on Schedule A or Schedule B hereto, as applicable, or for injury to the goodwill associated with any Trademark, Trademark registration or Trademark License.


THIS ASSIGNMENT shall have an effective date as of December 12, 2001.

THIS ASSIGNMENT is granted in conjunction with the security interests granted to the Assignee pursuant to the Second Amended and Restated Security Agreement among the Assignor and the Assignee dated as of June 8, 2000, as amended, supplemented or modified from time to time (the "Security Agreement"). Capitalized terms not otherwise defined herein shall have the meaning assigned thereto in the Security Agreement.

THIS ASSIGNMENT has been granted in conjunction with the security interest granted to the Assignee under the Security Agreement. The rights and remedies of the Assignee with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Assignment are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

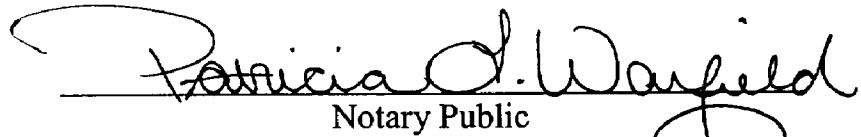
IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the 12th day of December, 2001.

DURATEK RADWASTE PROCESSING, INC.,
(f/k/a GTS Duratek Bear Creek, Inc.), as Assignor

By: 
Name: CRAIG T. BARTLETT
Title: TREASURER

STATE OF MARYLAND
COUNTY OF HOWARD

The foregoing instrument was acknowledged before me this 12th day of DECEMBER, 2001 by CRAIG T. BARTLETT, as TREASURER of DURATEK RADWASTE PROCESSING, INC., a Tennessee corporation, on behalf of DURATEK RADWASTE PROCESSING, INC.


Notary Public

[NOTARY SEAL]

My commission expires: June 1, 2003

Patricia L. Warfield, Notary Public
Carroll County
State of Maryland
My Commission Expires June 1, 2003

FIRST UNION NATIONAL BANK
(f/k/a First Union National Bank of Maryland),
as Assignee

By: *Helen F. Wesley*
Name: Helen F. Wesley
Title: SVP

STATE OF PA

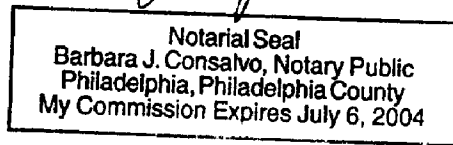
COUNTY OF Philadelphia

The foregoing instrument was acknowledged before me this 3 day of January,
2002 by Helen F. Wesley as SVP of FIRST UNION
NATIONAL BANK, a national banking association, on behalf of FIRST UNION NATIONAL
BANK.

[NOTARY SEAL]

Barbara J. Consalvo
Notary Public

My commission expires: July 6, 2004



SCHEDULE A

PATENTS AND PATENT APPLICATIONS

PATENTS

REGISTRATION NOS.

None.

PATENT APPLICATIONS

APPLICATION NO.

None.

SCHEDULE B

TRADEMARKS AND TRADEMARK APPLICATIONS

TRADEMARKS

REGISTRATION NOS.

SAFECON (& Design)

1,823,263

SAFESHOP (& Design)

1,395,191

SAFESTORE (& Design)

1,354,637

TRADEMARK APPLICATIONS

APPLICATION NO.

None.