

02-27-2002



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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment
- License
- Security Agreement
- Nunc Pro Tunc Assignment
- Merger
- Change of Name
- Other _____

Effective Date
Month Day Year
02 13 02

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
02 13 02

Name OMNIGLOW CORPORATION

Formerly _____

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other _____
- Citizenship/State of Incorporation/Organization DELAWARE

Receiving Party

Mark if additional names of receiving parties attached

Name HSBC BANK USA, as Agent

DBA/AKA/TA _____

Composed of _____

Address (line 1) 126 STATE STREET

Address (line 2) _____

Address (line 3) ALBANY

City

NEW YORK

State/Country

12207

Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other _____
- Citizenship/State of Incorporation/Organization NEW YORK

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

02/26/2002 LNUELLER 00000006 76324850

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 DP
100.00 DP

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

TRADEMARK
REEL: 002449 FRAME: 0418

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text" value="76/324,850"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="925,341"/>	<input type="text" value="2,232,626"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,141,455"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,133,583"/>	<input type="text"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.) #

Deposit Account Number:

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Paul V. O'Brien, Esq. 2/20/02

Name of Person Signing Signature Date Signed



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 June 7, 2000, as the same may be amended or supplemented from time to time.

Dated: as of February 13, 2002

OMNIGLOW CORPORATION

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

STATE OF California)
) ss.:
COUNTY OF Marin)

On the 13th day of February, 2002 before me, the undersigned, a notary public in and for said state, personally appeared John L. Bishop 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.

Cher L. G. Vidler
Notary Public

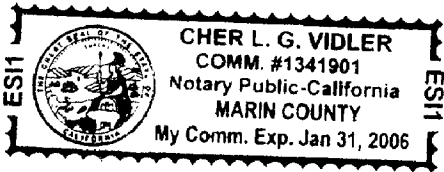


Exhibit A

REGISTERED TRADEMARKS

TRADEMARK	REGISTRATION NUMBER	REGISTRATION DATE
CYALUME	925,341	12/14/71
CYALUME	1,141,455	11/18/80
CYALUME (and Design)	1,133,583	4/22/80
EASY LIGHT	2,232,626	3/16/99

TRADEMARK APPLICATIONS

TRADEMARK	APPLICATION NUMBER	APPLICATION DATE
Lunar Glow	76/324,850	10/15/01

NYC Doc # 249227.1\Pvo \00903\00872