

03-06-2002



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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
Effective Date
Month Day Year
- Change of Name
- Other GRANT OF SECURITY INTEREST (TRADEMARKS)

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

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

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual General Partnership Limited Partnership Association
- Corporation Association
- Other

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.)

- Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

03/07/2002 6TON11 00000004 1158974

01 FC:401
02 FC:402

40.00 OP
325.00 OP

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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

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="SEE ATTACHED"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="SEE ATTACHED"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<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.

LORI POTTS
Name of Person Signing


Signature

03/01/02
Date Signed

AIRCAST INCORPORATED TO THE BANK OF NEW YORK

TRADEMARKS

<u>(SER)/ REG. NO.</u>	<u>(FILED)/ REG. DATE</u>	<u>MARK</u>
1158974	06/30/81	AIR-STIRRUP
1464456	11/10/87	AIRCAST
1499408	08/09/88	AIRCAST (Stylized)
1551788	08/15/89	AIRCAST (Stylized)
1851920	08/30/94	AUTOCHILL
1902144	06/27/95	VENAFLOW
2004702	10/01/96	EDEMAFLOW
2048803	04/01/97	CRYO/CUFF
2351023	05/16/00	ARTERIALFLOW
2439210	03/27/01	ROLIMETER
2443171	04/10/01	AIRSPORT
2477373	08/14/01	PULSATING GRAPH DESIGN
2482969	08/28/01	AIRLIMB
(76/312774)	(09/17/01)	SP WALKER

GRANT OF SECURITY INTEREST (TRADEMARKS)

The undersigned, a New Jersey corporation (the "*Grantor*"), is obligated to THE BANK OF NEW YORK, (the "*Secured Party*"), and has entered into a Security Agreement, dated as of February 13, 2002 (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: 385 Rifle Camp Road, West Paterson, New Jersey 07424.


IN WITNESS WHEREOF, the Grantor has caused this Grant of Security Interest to be duly executed by its duly authorized officer as of the 13th day of February, 2002.

AIRCAST INCORPORATED

By: Melanie Juliano
Name: Melanie Juliano
Title: Vice President / Secretary

STATE OF NJ)
) ss.:
COUNTY OF Union)

On this 13th day of February, 2002, before me personally came Melanie J. Iliano to me known, who, being by me duly sworn, did depose and say that he/she resides at 25 Evergreen Ave, New Providence, NJ; that he/she is the Vice President of AIRCAST INCORPORATED the corporation described in and which executed the above instrument, and that he signed his name thereto by order of the board of directors thereof.


Notary Public
[Notary's Stamp]

LAURA J. MCKAY
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires Sept. 8, 2005

Schedule 1

to

Grant of Security Interest (Trademarks)
Dated as of February 13, 2002

AIRCAST, INC.
TRADEMARKS
LIST

Country Name	Trademark	Registration Number	Registration Date
Argentina	AIR-STIRRUP	1336232	10-Mar-89
Argentina	AIRCAST	1735694	10-Mar-89
Australia	AIR-STIRRUP	b444448	17-Feb-89
Australia	AIRCAST	B587232	3-Oct-95
Austria	AIR-STIRRUP	114135	10-Oct-86
Austria	AIRCAST	112492	7-May-86
Benelux	AIR-STIRRUP	417627	22-Apr-86
Benelux	AIRCAST	416393	13-Nov-85
Brazil	AIRCAST	814501214	1-May-90
Brazil	AIR-STIRRUP	814501222	1-May-90
Canada	DUPLEX	""	
Canada	ROLIMETER	""	
Canada	AIRLIMB	""	
Canada	ARTERIALFLOW	""	

Canada	AIR-STIRRUP	339138	15-Apr-88
Canada	AIRCAST	324942	20-Mar-87
China	AIR-STIRRUP	500678	10-Oct-89
China	AIRCAST	500679	10-Oct-89
Denmark	AIRCAST	VR199504268	30-Jun-95
Finland	AIR-STIRRUP	112819	5-Aug-91
Finland	AIRCAST	112818	5-Aug-91
France	EDEMAFLOW	95596146	7-Nov-95
France	DUPLEX	99808175	17-Aug-99
France	AIRLIMB	99808174	17-Aug-99
France	ROLIMETER	99808353	18-Aug-99
France	CRYO/CUFF	96617511	24-Mar-96
France	VENAFLOW	95596147	7-Nov-95
France	AIR-STIRRUP	1361827	1-Jul-86
France	ARTERIALFLOW	99808354	18-Aug-99
France	AIRCAST	1331036	15-Nov-85
Germany	ARTERIALFLOW	39949349	24-Jul-00
Germany	AIR-STIRRUP	1098740	5-Nov-86
Germany	VENAFLOW	39545125	10-May-96
Germany	EDEMAFLOW	39545126	10-May-96
Germany	AIRLIMB	39949348	11-Nov-99
Germany	ROLIMETER	39949351	20-Jul-00
Germany	AIRCAST	1098739	5-Nov-86

Germany	CRYO/CUFF	39600879	24-Oct-96
Germany	DUPLEX	39949350	20-Jul-00
Greece	AIR-STIRRUP	91170	19-Nov-91
Greece	AIRCAST	91169	19-Nov-91
Hong Kong	AIR-STIRRUP	B2821 OF 1991	28-Aug-91
Hong Kong	AIRCAST	04403 OF 1996	16-May-96
Israel	AIRCAST	63331	16-Aug-90
Israel	AIR-STIRRUP	63332	16-Aug-90
Israel	AIR-STIRRUP	63332	16-Aug-90
Italy	ROLIMETER	""	
Italy	VENAFLOW	744090	30-Mar-98
Italy	AIRLIMB	""	
Italy	DUPLEX	""	
Italy	ARTERIALFLOW	""	
Italy	AIRCAST	733311	4-Nov-97
Italy	CRYO/CUFF	744976	31-Mar-98
Italy	EDEMAFLOW	744091	30-Mar-98
Italy	AIR-STIRRUP	763696	3-Mar-87
Japan	AIRCAST	2054628	24-Jun-88
Japan	AIR-STIRRUP	2054629	24-Jun-88
Korea, South	AIRCAST	178357	7-Sep-89
Korea, South	AIR-STIRRUP	178358	7-Sep-89
Mexico	AIRCAST	360339	29-Mar-89
Mexico	AIR-STIRRUP	360340	29-Mar-89

Norway	AIRCAST	138672	21-Sep-89
Norway	AIR-STIRRUP	138673	21-Sep-89
Portugal	AIRCAST	248447	17-Mar-92
Portugal	AIR-STIRRUP	248448	17-Mar-92
Russian Federation	AIRCAST	85509	19-May-89
South Africa	AIR-STIRRUP	862458	8-Oct-87
South Africa	AIRCAST	858280	11-Sep-87
Spain	AIRCAST	1724485	20-Apr-94
Spain	AIR-STIRRUP	1261903	5-Jun-89
Sweden	DUPLEX	345676	20-Apr-01
Sweden	ARTERIALFLOW	"	
Sweden	AIRLIMB	343133	15-Dec-00
Sweden	EDEMAFLOW	313950	7-Jun-96
Sweden	VENAFLOW	318599	25-Oct-96
Sweden	AIRCAST	208306	4-Dec-87
Sweden	CRYO/CUFF	"	
Sweden	ROLIMETER	344447	9-Feb-01
Switzerland	AIRCAST	348304	18-Nov-85
Switzerland	AIR-STIRRUP	348303	18-Nov-85
Taiwan	AIR-STIRRUP	443287	16-May-89
Taiwan	AIRCAST	443286	16-May-89
Turkey	AIRCAST	164644	27-Jul-95
United Kingdom	AIRLIMB	2206174	18-Aug-99
United Kingdom	ROLIMETER	2206176	18-Aug-99
United Kingdom	DUPLEX	"	

United Kingdom	ARTERIALFLOW	""	
United Kingdom	VENAFLOW	2043513	3-Nov-95
United Kingdom	EDEMAFLOW	2043515	3-Nov-95
United Kingdom	CRYO/CUFF	2054702	31-Jan-96
United Kingdom	AIRCAST	1514274	27-May-94
United States of America	VENAFLOW	1902144	27-Jun-95
United States of America	AIR PULSE	""	
United States of America	EDEMAFLOW	2004702	1-Oct-96
United States of America	CRYO/CUFF	2048803	1-Apr-97
United States of America	AIRCAST	1464456	10-Nov-87
United States of America	AIRCAST	1551788	15-Aug-89
United States of America	AIRCAST	1499408	9-Aug-88
United States of America	AIR-STIRRUP	1158974	30-Jun-81
United States of America	SP WALKER	""	
United States of America	AIRCAST	1551788	15-Aug-89
United States of America	AUTO CHILL	1851920	30-Aug-94
United States of America	OPPOS. TO MARK: AIRCELL	""	
United States of America	AIRCAST	1499408	9-Aug-88
United States of America	PULSATING GRAPH DESIGN	2477373	14-Aug-01

United States of America	COLOR GREEN, VINYL AIRCELL	""	27-Mar-01
United States of America	ROLIMETER	2439210	16-May-00
United States of America	ARTERIALFLOW	2351023	
United States of America	DUPLEX	""	28-Aug-01
United States of America	AIRLIMB	2482969	10-Apr-01
United States of America	AIRSPORT	2443171	17-Apr-90
United States of America	SPORT STIRRUP	1591876	22-Apr-86
Zimbabwe	AIR-STIRRUP	417627	