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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)

Dectron Inc.

4-11-02

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

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

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

Name: National Bank of Canada

Internal Address:

Street Address: 600 de la Gauchetiere Street West

City: Montreal, Quebec Canada State: ZIP: H3B 4L2

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Canada
- 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
- Security Agreement
- Other Notice of Security Interest
- Merger
- Change of Name

Execution Date: March 12, 2002

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,173,094

Additional numbers attached? Yes No

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

Name: Phillips, Lytle, Hitchcock, Blaine & Huber LLP

Internal Address: Intellectual Property Group

Street Address: 3400 HSBC Center

City: Buffalo State: NY ZIP: 14203

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

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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.

Michelle L. Bouton
Name of Person Signing

Michelle L. Bouton
Signature

March 28, 2002
Date

Total number of pages comprising cover sheet: 1

NOTICE OF SECURITY INTEREST IN PATENTS AND TRADEMARKS

Notice is hereby given that **DECTRON INC.**, a Canadian corporation with its principal place of business located at 4300 Poirier Boulevard, Saint - Laurent, Quebec, Canada H4R 2C5 ("Company") has granted a security interest to **NATIONAL BANK OF CANADA**, a Canadian corporation with a place of business at 600 de la Gauchetiere Street West, Montreal, Quebec, Canada H3B 4L2, ("Bank") in and to all of the patents and trademarks listed on the Schedule attached hereto and the applications and registrations associated therewith, pursuant to a security agreement between Company and the Bank dated of even date herewith and as the same may be amended or supplemented from time to time.

Dated: As of March 12, 2002

DECTRON INC.

By: 

Mauro Parissi
Secretary

CANADA)
PROVINCE OF QUEBEC)SS.:
CITY OF MONTREAL)

On the 12th day of March, in the year 2002, before me, the undersigned, personally appeared Mauro Parissi, 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 he/she 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, and that such individual made such appearance before the undersigned in the City of Montreal and the Province of Quebec.



Notary Public

Schedule

To Notice of Security Interest in Patents and Trademarks

| U.S. PATENT REGISTRATION NUMBER | DATE ISSUED | INVENTION |
|--|--------------------|-------------------------------|
| 4,450,691 | 5/29/84 | Frost Detecting Device |
| 4,557,116 | 12/10/85 | Swimming Pool Dehumidifier |
| 4,770,001 | 9/13/88 | Swimming Pool Dehumidifier |

| TRADEMARK | REGISTRATION NUMBER | REGISTRATION DATE |
|------------------|--------------------------------|--------------------------|
| DRY-O-TRON | 1173094 | 10/13/81 |

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