

05-01-2002

FORM PTO-1594

1-31-92

4/22/02



102074526

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Tab number 000

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Victor Insulators, Inc.

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

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

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

Name: Keltic Financial Partners, LP

Internal Address: Suite C-209

Street Address: 555 Theodore Fremd Avenue

City Rye State NY ZIP 10580

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

If assignee is not domiciled in the United States, a domestic rep. sensitive designation is attached: Yes No

(Designation 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: February 28, 2002

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

A. Trademark Application No.(s)

B. Trademark registration No.(s) 410,670
396,924

Additional numbers attached? Yes No

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

Name: Annabelle V. Irey, Esq.

Internal Address: Intellectual Property Group
Phillips, Lytle, Hitchcock, Blaine &
Huber LLP

Street Address: 3400 HSBC Center

City: Buffalo State: NY ZIP 14203

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41): \$ 80.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

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

DO NOT USE THIS SPACE

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.

Annabelle V. Irey
Name of Person Signing

Annabelle V. Irey
Signature

April 11, 2002
Date

Total number of pages comprising cover sheet:

OMB No. 0651-0011 (exp. 4/94)

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Mail documents to be recorded with required cover sheet information to:

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Commissioner of Patents and Trademarks
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04/30/2002
01 FC:481
02 FC:482

40.00 OP
25.00 OP

TRADEMARK

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Refund Ref: 04/30/2002 GT0H11

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NOTICE OF SECURITY INTEREST

Notice is hereby given that VICTOR INSULATORS, INC., a New York corporation, with its principal executive office and place of business located at 280 Maple Avenue, Victor, New York 14564 ("Borrower") has granted a security interest to KELITIC FINANCIAL PARTNERS, LP, a Delaware limited partnership with a place of business at 555 Theodore Fremd Avenue, Suite C-209, Rye, New York 10580 ("Lender"), in and to all of the trademarks listed on Schedule A and the applications, registrations and goodwill associated therewith, pursuant to an agreement between Borrower and Lender dated of even date herewith and as the same may be amended or supplemented from time to time.

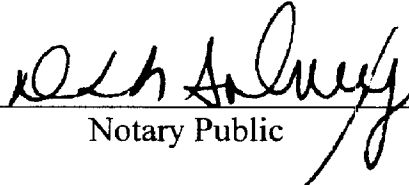
Dated: February 28, 2002

VICTOR INSULATORS, INC.

By: Ronald J. Greig
Name: Ronald J. Greig
Title: President

STATE OF NEW YORK)
)SS.:
COUNTY OF MONROE)

On the 28th day of February in the year 2002, before me, the undersigned, a notary public in and for said state, personally appeared Romina J. Graczyk, 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.



Notary Public

DEBORAH A. DOXEY
Notary Public, State of New York
Qualified in Erie County
My Commission Expires 2/6/20 05

BFLO Doc # 1173239.1

**Schedule A to
Notice of Security Interest in Trademarks
By
Victor Insulators, Inc.
Dated February 28, 2002**

The Company currently is the owner of trademark No. 410670 for the mark "Victor" (expires December 2004) and trademark No. 396924 for the mark "V" and design (expires August 2002). The Company also has begun to utilize a new trademark "VI" and is anticipated to file a trademark registration application for the new trademark with the United States Patent and Trademark Office.