

08-28-2002

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

Ormet Corporation, a Delaware Corporation

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

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

3. Nature of conveyance:

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

Execution Date: May 24, 2002

2. Name and address of receiving party(ies)

Name: Fleet Capital Corporation, as Internal Administrative agent to certain lenders
Address: _____

Street Address: One South Wacker Drive
City: Chicago State: IL Zip: 60606

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

OFFICE OF PUBLIC RECORDS
2002 AUG 21 PM 2:48
FINANCE SECTION

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

A. Trademark Application No.(s)

See attached Schedule A

B. Trademark Registration No.(s)

See attached Schedule A

Additional number(s) attached Yes No

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

Name: Kimberly B. Herman, Esq.

Internal Address: _____

Street Address: One Post Office Square

City: Boston State: MA Zip: 02109

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41).....\$ 165.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

500751

(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.

Kimberly B. Herman, Esq.
Name of Person Signing

Kimberly B. Herman
Signature

8/21/02
Date

Total number of pages including cover sheet, attachments, and document: 6

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

08/27/2002 DBYRNE 00000154 500751 1982267

01 FC:481 40.00 CH
02 FC:482 125.00 CH

TRADEMARK
REEL: 002570 FRAME: 0969

SCHEDULE 1A TO ASSIGNMENT FOR SECURITY

Trademarks and Trademark Applications

<u>Trademark/Trade Name</u>	<u>Registration</u>	<u>Application/ Registration No.</u>	<u>Registration Date</u>
Satin Plus	United States Patent and Trademark Office	1,982,267	6/25/96
VelvetFlow	United States Patent and Trademark Office	2,114,522	11/18/97
Velvet Flow and Design	United States Patent and Trademark Office	2,076,238	7/1/97
Gourmet Wrap	United States Patent and Trademark Office	76,380,331	3/8/02
Burnside	United States Patent and Trademark Office	1,091,549	5/16/78
Burnside Terminal and Design	United States Patent and Trademark Office	1,176,545	11/3/81

ASSIGNMENT FOR SECURITY

TRADEMARKS

Dated as of 8/21, 2002

WHEREAS, Ormet Corporation, a Delaware corporation (the "Assignor"), has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the annexed Schedule 1A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office or state or are owned under Common Law (the "Trademarks");

WHEREAS, the Assignor, has entered into a Notice of Collateral Assignment of Patents and Trademarks, dated as of May 24, 2002 (the "Collateral Assignment"), in favor of Fleet Capital Corporation, as administrative agent for certain lenders (the "Assignee");

WHEREAS, pursuant to the Collateral Assignment, the Assignor has assigned to the Assignee and granted to the Assignee for the benefit of the lenders a continuing security interest in all right, title and interest of the Assignor in, to and under the Trademarks, together with, among other things, the good-will 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 and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Obligations (as defined in the Collateral Assignment);

WHEREAS, this Assignment of Collateral shall not be effective unless and until there exists an Event of Default (as defined in the Collateral Assignment);


NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor does hereby pledge, convey, sell, assign, transfer and set over unto the Assignee and grants to the Assignee for the benefit of the lenders a continuing security interest in the Collateral to secure the prompt payment, performance and for the benefit of the lenders observance of the Obligations.

The Assignor does hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the Collateral are more fully set forth in the Collateral Assignment, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

* * * * *

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of the date first written above.

ORMET CORPORATION

By: 

Name: Richard D. Caruso

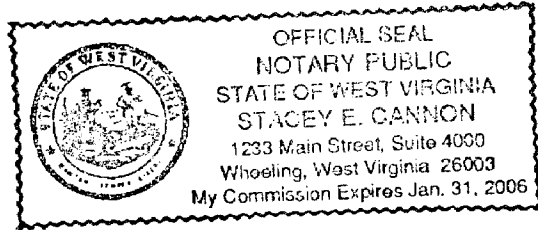
Title: Vice President of Finance and Chief
Financial Officer

STATE OF W. Virginia

SS.:

COUNTY OF Ohio

On this 20th day of August, 2002, before me personally came **Richard D. Caruso**, to me known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that he is the **Vice President of Finance and Chief Financial Officer of Ormet Corporation**, a Delaware corporation, and that he executed the foregoing instrument in the firm name of **Ormet Corporation**, and that he had authority to sign the same, and he acknowledged to me that he executed the same as the act and deed of said firm for the uses and purposes therein mentioned.



Stacey E. Cannon

(4572-044) TMHR-57K24D

{B0058993; 1}

RECORDED: 08/21/2002

TRADEMARK
REEL: 002570 FRAME: 0973