

08-30-2002



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To the Honorable Commissioner of Patents and Trademarks at

1 document or copy thereof.

102206929

1.	Name and Address of Conveying Party(ies):		2.	Name and Address of Receiving Party(ies):	
	Night Vision Technologies, Inc. 111 N. Nursey Road Irving, Texas 75060			NV Acquisition, Inc. 111 N. Nursey Road Irving, Texas 75060	
	Individual(s)			Individual(s)	
	Association			Association	
	General Partnership			General Partnership	
	Limited Partnership			Limited Partnership	
	X Corporation -- State:	Texas		X Corporation -- State:	Texas
	Other:			Other:	Limited Liability Company
	Additional Name(s) of Conveying Party(ies) Attached			Additional Name(s) of Receiving Party(ies) Attached	

3.	Nature of Conveyance:			Assignee is not domiciled in the United States, a Domestic Representative Designation is Attached.	
	X	Assignment	4.	Application Number(s) or Registration Number(s): 2	
		Security Agreement		NIGHT GUARD, Serial No. 76/320,946 SEEING IS BELIEVING, Serial No. 76/365,075	
		Merger			
		Change of Name			
		Other:			
	Execution Date:	August 2, 2002			

5.	Name and Address of Party to Whom Correspondence Concerning Documents Should Be Mailed:		6.	Total Number of Applications and Registrations Involved: 2	
	Kay Lyn Schwartz Gardere & Wynne, L.L.P. 1601 Elm Street, Suite 3000 Dallas, Texas 75201				
	214-999-4702 - Telephone 214-999-4667 - Facsimile		7.	Total Fee (37 CFR 3.41):	\$65.00
				Previously submitted	
				Authorized to be Charged to Deposit Account	
				x Charge Any Deficiencies to Deposit Account	
			8.	Deposit Account Number:	07-0153

9.	Statement and Signature:				
	To the best of my knowledge and belief, the foregoing information is true and correct and any attachment copy is a true copy of the original document.				
	08/29/2002 DBYRNE 00000200 76320946 01 48:48 02 45:45 Kay Lyn Schwartz, Reg. No. 39,020 8-8-02 Date			Certificate of Mailing: I hereby certify that this Recordation Form Cover Sheet, together with the attached Assignment, is being deposited with the U.S. Postal Service as Express Mail #902513475 in an envelope addressed to the Commissioner for Patents and Trademarks, Washington, DC 20231 on: August 8, 2002 Date Sandra Stuart	

Mail To: Commissioner of Patents and Trademarks,
Box ASSIGNMENTS, Washington, D.C. 20231 Total # of Pages Including This Cover Sheet: 4

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TRADEMARK ASSIGNMENT

This Assignment is effective as of June 10, 2002 between Night Vision Technologies, Inc., having a business address at 111 N. Nursery Road, Irving, Texas 75060 (hereinafter "ASSIGNOR") and NV Acquisition, Inc., a corporation of the State of Texas and doing business at 111 N. Nursery Road, Irving, Texas 75060 (hereinafter "ASSIGNEE").

WHEREAS, ASSIGNOR is the owner of the trademarks identified in the attached Schedule, which are pending before the United States Patent and Trademark Office; and

WHEREAS, ASSIGNEE, is desirous of acquiring said trademarks and good will associated therewith, which federal applications are pending before the U.S. Patent and Trademark Office as identified in the attached Schedule;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said ASSIGNOR does hereby sell, assign and transfer to said ASSIGNEE all right, title and interest in and to the trademarks and pending applications identified in the attached Schedule, together with the good will of the business symbolized by the trademarks identified in the attached Schedule, and in and to all income, royalties, damages, claims and payments now or hereafter due or payable with respect hereto, and in and to all causes of action, either in law or in equity for past, present or future infringement of any and all trademarks identified in the attached Schedule, and in and to all right corresponding to the foregoing throughout the world.

This Assignment executed at 111 N. Nursery Road, Irving, Texas 75060 on this 2nd day of August, 2002.

**NIGHT VISION TECHNOLOGIES,
INC.**

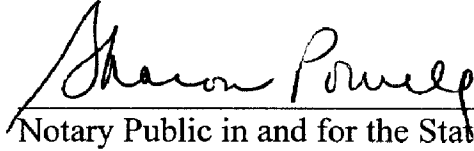
By: 

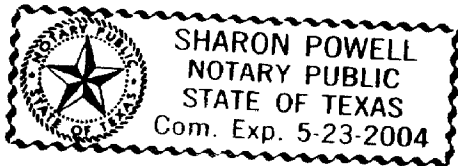
Robert A. Schnee, President

STATE OF TEXAS
COUNTY OF DALLAS

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On this 2nd day of August, 2002, before me, a Notary Public in and for the State and County aforesaid, personally appeared Robert A. Schnee, known by me to be the person of the above name, who signed and sealed the foregoing instrument, and acknowledged the same to be his own free act and deed.


Notary Public in and for the State of Texas



SCHEDULE A

U.S. TRADEMARK APPLICATIONS

MARK

SERIAL . NO.

NIGHT GUARD

76/320,946

SEEING IS BELIEVING

76/365,075