

09-17-2002

Form PTO-1594 (Rev. 6-93)

OFFICE OF PUBLIC RECORDS
RECORDATION
TRADEMARK



102222126

J.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

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

1. Name of conveying party(ies):

Ecogen, Inc.

9-1102

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

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

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

Name: Certis U.S.A. L.L.C.

Street Address: 9145 Guilford Road, Suite 175

City: Columbia State: MD Zip: 21046

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporate-State:
- Other: Limited Liability Company - Delaware

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
- Merger
- Change of Name

Execution Date: July 9, 2002

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,549,766

Additional numbers attached? Yes No

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

Name: Bennett J. Berson
Internal Address: Quarles & Brady LLP
Street Address: P O Box 2113
City: Madison State: WI Zip: 53701-2113

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: 17-0055

DO NOT USE THIS SPACE

09/16/2002 6TON11 00000203 170055 1549766

01 FC:401 40.00 CH

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.

Bennett J. Berson
Name of person signing

Signature

September 6, 2002
Date

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

4

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

QBMA\339922 DOCKET: 900613.91581

TRADEMARK
REEL: 002582 FRAME: 0239

TRADEMARK ASSIGNMENT

TRADEMARK ASSIGNMENT made as of July 9th, 2002 by and between ECOGEN, INC., a Delaware corporation (the "Assignor"), and CERTIS U.S.A. LLC, a Delaware limited liability company, having its principal office at 9145 Guilford Road, Suite 175, Columbia, Maryland, 21046 (the "Assignee").

Assignor owns all right, title and interest to that certain trademark, the applications and/or registrations for which are set forth below (the "Trademark"), including, but not by way of limitation, all corresponding right, title and interest to such trademark in the respective countries listed below. Assignor wishes to assign all right, title and interest to the Trademark to Assignee.

CUTLASS

<u>COUNTRY</u>	<u>REFERENCE</u>	<u>FILED</u>	<u>Appl #</u>	<u>Reg. Date</u>	<u>REG #</u>	<u>STATUS</u>	<u>CLASSES</u>
Canada	PH-207205.0404	4/26/88	605680	11/16/90	375626	Registered	N/A
Mexico	PH-207205.0428	6/23/95	235536	3/25/96	519254	Registered	05
South Korea	PH-207205.0190	1/14/94	94-1553	5/4/95	312773	Registered	10
Taiwan	PH-207205.0405	11/13/90	(79)49319	10/1/91	535875	Registered	01
United States	PH-207205.0021	11/27/87	73/697,799	8/1/89	1,549,766	Registered	5

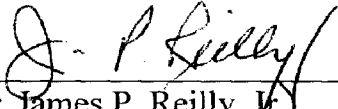
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign to Assignee, its successors, assigns and legal representatives, the entire, full and exclusive right, title and interest in and to the Trademark, together with the good will of the business symbolized by the Trademark and any applications and/or registrations therefor, and the right (but not the obligation) to assert the Trademark and to collect for all past, present and future infringements, and claims for damages and the proceeds thereof, including, without limitation, license royalties and proceeds of infringement suits and all rights corresponding thereto throughout the world by reason of any past and future acts of infringement that have occurred or may occur.

If the Trademark is the subject of an application based on Assignor's bona fide intent to use the Trademark in commerce, Assignor hereby represents that Assignee is the successor to the portion of Assignor's ongoing and existing business to which the application and the Trademark pertain.


[The signature page is the next page.]

IN WITNESS WHEREOF, the Assignor and Assignee have caused this Trademark Assignment to be duly executed and delivered by their respective officers thereunto duly authorized as of the date first above written.

ECOGEN, INC.,
a Delaware corporation

By: 
Name: James P. Reilly, Jr.
Title: President and Chief Executive Officer

CERTIS U.S.A. LLC,
a Delaware limited liability company

By: 
Name: Dennis S. Banasiak
Title: President and Chief Executive Officer

CUTLASS TM ASSIGNMENT

RECORDED: 09/11/2002

TRADEMARK
REEL: 002582 FRAME: 0241