

11-04-2002

11-402

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):

Ardee Lighting/USA, Inc.  
639 Washburn Switch Road  
Shelby, NC 28151

11-4-02

- Individual(s)
- General Partnership
- Corporation-State DE
- 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

Execution Date: 10/30/2002

2. Name and address of receiving party(ies)

Name: Transamerica Business Capital Corporation, as Agent

Internal Address: 555 Theodore Fremd Avenue

Street Address:

City: Rye State: NY Zip: 10580

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

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

A. Trademark Application No.(s) See Schedule A  
to Trademark Assignment of Security

B. Trademark Registration No.(s) See Schedule A  
to Trademark Assignment of Security

Additional number(s) attached  Yes  No

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

Name: Federal Research Corporation

Internal Address:

Street Address: 1030 15th Street NW, Suite 920

City: Washington State: DC Zip: 20005

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41) \$40<sup>00</sup>

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Loukia Harris

Name of Person Signing

Signature

October 31, 2002

Date

Total number of pages including cover sheet, attachments, and document: 4

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40.00/DP

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

TRADEMARK  
REEL: 002609 FRAME: 0527

SCHEDULE A

Trademark	Registration No.	Registration Date
SPEX	2,389,095	9/26/00

**TRADEMARK ASSIGNMENT OF SECURITY**

WHEREAS, Ardee Lighting/USA, Inc., a corporation formed under the laws of Delaware, located at 639 Washburn Switch Road, Shelby, NC 28151 ("Borrower"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Borrower is obligated to Transamerica Business Capital Corporation ("TBCC") and various other financial institutions (collectively, "Lenders") and TBCC as agent for Lenders ("Agent") pursuant to (i) a certain Loan and Security Agreement, dated as of the date hereof, among Agent, Lenders, Borrower and the other credit parties named therein and (ii) a certain Trademark Collateral Security Agreement, dated as of the date hereof, made by Borrower and the other parties named therein in favor of Agent (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, Borrower is granting to Agent for its benefit and for the ratable benefit of Lenders a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Borrower does hereby assign unto Agent for its benefit and for the ratable benefit of Lenders and grant to Agent for its benefit and for the ratable benefit of Lenders a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

Borrower expressly acknowledges and affirms that the rights and remedies of Agent and Lenders with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: October 30, 2002

WITNESS:

ARDEE LIGHTING/USA, INC.

*Elizabeth G. Helms*

By: *Charles Florio*  
Name: Charles J. Florio  
Its: Vice President and  
Treasurer

WITNESS:

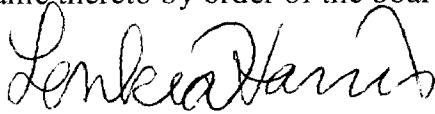
TRANSAMERICA BUSINESS CAPITAL CORPORATION, as Agent

*Michael Burns*

By: *Michael Burns*  
Name: Michael Burns  
Its: SVP

STATE OF NEW YORK )  
 : ss.:  
COUNTY OF NEW YORK )

On this 29 day of October, 2002, before me personally came Charles J. Florio, to me known, who, being by me duly sworn, did depose and say that he is the Vice President and Treasurer of Ardee Lighting/USA, Inc., the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by order of the board of directors of said corporation.



Notary Public

LOUKIA HARRIS  
Notary Public, State of New York  
No. 01HA4995575  
Qualified in Nassau County  
Commission Expires April 27, ~~2002~~ 2006

STATE OF NEW YORK )  
 : ss.:  
COUNTY OF NEW YORK )

On this 30 day of October, 2002, before me personally came Michael Burns, to me known, who, being by me duly sworn, did depose and say that he is the Senior Vice President of Transamerica Business Capital Corporation, the company described in and which executed the foregoing instrument; and that he was authorized to sign his name thereto on behalf of said company.



Notary Public

LOUKIA HARRIS  
Notary Public, State of New York  
No. 01HA4995575  
Qualified in Nassau County  
Commission Expires April 27, ~~2002~~ 2006