

11-06-2002

11-10-02

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings



U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

102273121

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

1. Name of conveying party(ies):

LVI SERVICES INC.

11-6-02

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 11/01/02

2. Name and address of receiving party(ies)

Name: DYMAS CAPITAL MANAGEMENT COMPANY, LLC, Internal as Administrative Agent Address: SUITE 3500

Street Address: ONE NORTH FRANKLIN

City: CHICAGO State: IL Zip: 60606

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,364,193

Additional number(s) attached Yes No

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

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:

FEDERAL RESEARCH

1030 Fifteenth Street, NW, Suite 920 Washington, DC 20005

City: State: Zip:

DO NOT USE THIS SPACE

9. Signature.

Penelope Johnson Name of Person Signing

Penelope Johnson Signature

11/01/02 Date

Total number of pages including cover sheet, attachments, and document: 1

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

11/07/2002 6TON11 00000074 2364193

01 FC:8521

40.00 DP

TRADEMARK REEL: 002611 FRAME: 0037

GRANT OF SECURITY

TRADEMARKS

WHEREAS, LVI SERVICES INC., a Delaware corporation (the "Grantor") has adopted, used and is using, and holds all right, title and interest in and to, the trademark and service marks listed on the annexed Schedule 1A, which trademark and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Grantor, has entered into a Security Agreement, dated November 1, 2002 (the "Security Agreement"), in favor of Dymas Capital Management Company, LLC, in its capacity as Administrative Agent for certain lenders (the "Grantee");

WHEREAS, pursuant to the Security Agreement, the Grantor has granted to the Grantee for the benefit of the Lenders a continuing security interest in all right, title and interest of the Grantor 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 Security Agreement);

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantor does hereby pledge and grant to the Grantee, for the benefit of the Lenders, a continuing security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations.

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

IN WITNESS WHEREOF, the Grantor has caused this Grant of Security to be duly executed by its officer thereunto duly authorized as of November 1, 2002

LVI SERVICES INC., a Delaware corporation

By: Paul S. Cutrone

Name: Paul S. Cutrone

Title: Vice President

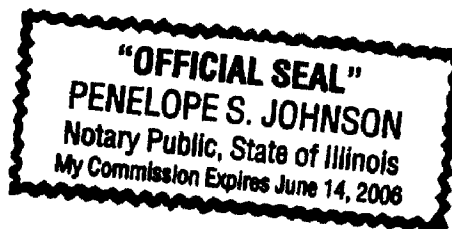
STATE OF ILLINOIS)

ss:

COUNTY OF COOK)

On this 5<sup>th</sup> day of November 2002, before me personally came Paul S. Cutrone, 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 LVI Services Inc., a Delaware corporation, and that he executed the foregoing instrument in the firm name of LVI Services Inc. 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.

*Penelope S. Johnson*



SCHEDULE 1A TO GRANT OF TRADEMARK SECURITY

United States Registered Trademark: "NSC Corporation"; Registration No. 2,364,193;  
Registration Date: July 4, 2000