

2-14-03

02-21-2003

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

RECORDATION TRADEM



PT OF COMMERCE nd Trademark Office

102369706

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

1. Name of conveying party(ies): VARI-LITE, INC. Individual(s) Association General Partnership Limited Partnership Corporation-State Other

2. Name and address of receiving party(ies) Name: GENLYTE THOMAS GROUP LLC Internal Address: SUITE 601 Street Address: 10350 ORMSBY PARK PLACE City: LOUISVILLE State: KY Zip: 40223 Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other DELAWARE LIMITED LIABILITY COMPANY

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other Execution Date: 11/18/2002

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 76377291 B. Trademark Registration No.(s) 2074939; 1292675; 2424700

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: JULIE ANN GREGORY Internal Address: MIDDLETON REUTLINGER Street Address: 2500 BROWN & WILLIAMSON TOWER City: LOUISVILLE State: KY Zip: 40202

6. Total number of applications and registrations involved: 4 7. Total fee (37 CFR 3.41): \$ 115.00 Enclosed Authorized to be charged to deposit account

8. Deposit account number:

02/21/2003 BYRNE 00000006 76377291 40.00 BP 75.00 DP

DO NOT USE THIS SPACE

9. Signature. JULIE ANN GREGORY Name of Person Signing

Signature

2/14/2003 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 Patent & Trademarks, Box Assignments Washington, D.C. 20231

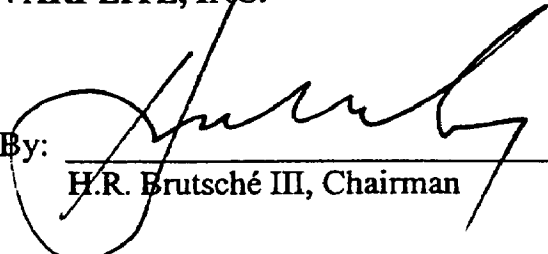
TRADEMARK ASSIGNMENT

This trademark assignment (hereinafter "Assignment") is between **VARI-LITE, INC.**, a Delaware corporation, having a place of business at 201 Regal Row, Dallas, Texas 75247 (hereinafter "Assignor"), and **GENLYTE THOMAS GROUP LLC**, a Delaware limited liability company, having a place of business at 10350 Ormsby Park Place, Suite 601, Louisville, Kentucky 40223 (hereinafter "Assignee").

WHEREAS, Assignor and Assignee have entered into that certain Asset Purchase Agreement having an effective date of November 18, 2002 (hereinafter "Asset Purchase Agreement"), pursuant to which, among other things, Assignor has sold, and Assignee has purchased, certain intellectual property assets; and

WHEREAS, it is the purpose of this document to memorialize the transfer of Assignor's right, title and interest in and to the United States of America trademark registrations and applications listed in EXHIBIT A attached hereto (hereinafter collectively "Trademarks"), together with the good will of the business symbolized by the respective Trademarks, to Assignee, in a form suitable for recording in the United States Patent and Trademark Office.

NOW, THEREFORE, in consideration for the foregoing premises, and for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, Assignor does assign and transfer to Assignee, all of Assignor's right, title and interest in and to the Trademarks, together with the good will of the business symbolized by the respective Trademarks, including, but not limited to, the right to sue and collect damages for past infringement of the Trademarks, for Assignee's own use and enjoyment, and for the use and enjoyment of Assignee's successors and assigns, as entirely as the same would have been held and enjoyed by Assignor if this Assignment had not been made.

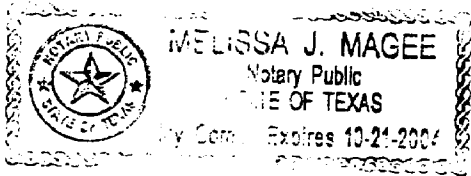
By: 
H.R. Brutsché III, Chairman

Date: November 18, 2002

THE STATE OF TEXAS §
 §
COUNTY OF DALLAS §

BEFORE ME, the undersigned, a Notary Public, on this day personally appeared H.R. Brutsché III, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 18th day of November, 2002.




NOTARY PUBLIC, STATE OF TEXAS

1212203v1

EXHIBIT A**U.S. Trademark Registrations**

| MARK | REGISTRATION NO. | REGISTERED |
|-------------|-------------------------|-------------------|
| Star Design | 2,074,939 | July 1, 1997 |
| VARI-LITE | 1,292,675 | September 4, 1984 |
| VARI-LITE | 2,424,700 | January 30, 2001 |
| VL2 | 1,576,128 | January 9, 1990 |
| VL4 | 1,988,387 | July 23, 1996 |
| VL5 | 1,983,995 | July 2, 1996 |
| VL6 | 1,982,461 | June 25, 1996 |
| VLD | 1,561,985 | October 24, 1989 |

U.S. Trademark Application

| TITLE | APPLICATION NO. | FILING DATE |
|----------------------|------------------------|--------------------|
| VARI*LITE (Stylized) | 76/377,391 | February 28, 2002 |

MIDDLETON
REUTLINGER

EV279599972US

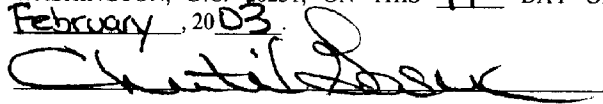
February 14, 2003

2500
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Tower
Louisville, Kentucky
40202
502.584.1135
502.561.0442 fax
www.middreut.com

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

CERTIFICATE OF MAILING
BY EXPRESS MAIL PURSUANT TO 37 C.F.R. § 1.10

THE UNDERSIGNED CERTIFIES THAT HE/SHE IS MAILING
THIS MATERIAL BY EXPRESS MAIL (LABEL NUMBER EV
279599972 US) ADDRESSED TO COMMISSIONER OF
PATENTS AND TRADEMARKS, BOX ASSIGNMENTS,
WASHINGTON, D.C. 20231, ON THIS 14th DAY OF
February, 2003.



Dear Commissioner:

Enclosed for recording is the Recordation Form Cover Sheet for U.S. App. No. 76/377,291 [VARI*LITE (Stylized)]; U.S. Reg. No. 1,292,675 [VARI-LITE]; No. 2,074,939 [Star Design] and No. 2,424,700 [VARI-LITE], the assignment document, and check number 63555 to your order in the sum of \$115.00 as filing fee. These trademarks have been assigned from the owner of record to Genlyte Thomas Group LLC.

Upon receiving this letter with enclosures, please date-stamp and return the enclosed self-addressed and stamped postcard. Please send further correspondence to the following address:

Julie Ann Gregory, Esq.
Middleton Reutlinger
2500 Brown & Williamson Tower
Louisville, Kentucky 40202

Should the enclosed have any defect such that the assignment cannot be recorded, please telephone me collect at (502) 625-2770.

Very truly yours,

MIDDLETON REUTLINGER



Julie Ann Gregory

Enclosures
JAG/cg

RECORDED: 02/14/2003

TRADEMARK
REEL: 002675 FRAME: 0174