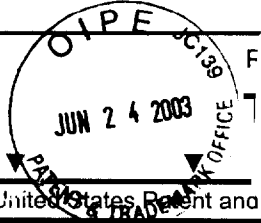


COMBO

FORM PTO-1594 (Modified)
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)
Copyright 1994-97 LegalStar
TM05/REV03



06-27-2003



Docket No.:

T924773

Tab settings

To the Director of the United States Patent and Trademark Office and

102602544

d original documents or copy thereof.

1. Name of conveying party(ies):
Innovance, Inc.

6-24-03

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

Additional names(s) of conveying party(ies) Yes No

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

Name: **GATX/MM Venture Finance Partnership**

Internal Address: **95 Wellington Street West, 22nd Floor**

Street Address: **Toronto, Ontario Canada, M5J 2N7**

City: _____ State: _____ ZIP: _____

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from
Additional name(s) & address(es) Yes N

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: **May 27, 2003**

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

A. Trademark Application No.(s)
See attached schedule

Additional numbers Yes No

B. Trademark Registration No.(s)
See attached schedule

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

Name: **Peter Milne**

Internal Address: _____

26912
PATENT TRADEMARK OFFICE

Street Address: _____

City: _____ State: _____ ZIP: _____

6. Total number of applications and registrations involved:..... 7

7. Total fee (37 CFR 3.41):.....\$ **\$280.00**

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
07-1750

06/27/2003 EC0000036 093750 78327545
Sale Ref: 00000036 093750 78327545
01 FC:8521 40.00 DA
02 FC:8522 150.00 DA

DO NOT USE THIS SPACE

01000036-78327545
40.00 DA
150.00 DA
06/27/2003 EC0000036
01 FC:8521
02 FC:8522

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.

Peter Milne, Registration No. 34,534 *Pil* **20 June 2003**

Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and

TRADE MARK

REEL: 002771 FRAME: 0509

TRADEMARK APPLICATIONS

<u>Mark</u>	<u>Jurisdiction</u>	<u>Filing Date</u>	<u>Application/Serial No.</u>	<u>Status</u>
AGILECORE	US	05/09/02	Ser. No. 78/127,545	Intent to Use App.
AGILECORE	CAN	05/10/02	App. No. 1139839	Intent to Use App.
AGILECORE	EU	05/20/02	App. No. 002702330	
ALL OPTICAL, NO ILLUSIONS	US	03/01/01	Ser. No. 76/217,935	Abandoned 01/21/02
ALL OPTICAL, NO ILLUSIONS	CAN	05/01/01	App. No. 1,101,437	Abandoned 04/10/03
COLORLESS DWDM	US	10/26/01	Ser. No. 78/090,376	Abandoned 09/25/02
COLORLESS DWDM	CAN	10/26/01	App. No. 1119958	Being abandoned (Default Notice sent 04/22/03)
COLORLESS DWDM	EU	12/12/01	App. No. 002443562	Abandoned (application withdrawn 9/17/02)
INNOVANCE	US	03/01/01	Ser. No. 76/217,932	Intent to Use App.
INNOVANCE	CAN	05/01/01	App No. 1101436	Intent to Use App.
INNOVANCE NETWORKS	US	03/01/01	Ser No. 76/217,933	Intent to Use App.
INNOVANCE NETWORKS	CAN	05/01/01	App. No. 1101439	Intent to Use App.
INNOVANCE NETWORKS	EU	08/30/01	App. No. 002358638	
INNOVANCE NETWORKS and DESIGN	US	03/01/01	Ser. No. 76/217,934	Intent to Use App.
INNOVANCE NETWORKS and DESIGN	CAN	05/01/01	App. No. 1101438	Intent to Use App.
INNOVANCE NETWORKS and DESIGN	EU	10/26/01	App. No. 002358273	Intent to Use App.
LOGO	US	05/11/01	Ser. No. 76/256,100	Intent to Use App.
LOGO	CAN	05/01/01	App. No. 1101440	Intent to Use App.

<u>Mark</u>	<u>Jurisdiction</u>	<u>Filing Date</u>	<u>Application/Serial No.</u>	<u>Status</u>
LOGO	EU	08/30/01	App. No. 002358729	

MASK WORKS

<u>Description</u>	<u>Registration Date</u>	<u>Registration No.</u>
None.		

OR_LAW\5379035\1]

CONFIRMATION OF GRANT OF SECURITY INTEREST

This will confirm that, pursuant to an amended and restated equipment loan and security agreement (hereinafter referred to as the "LSA") dated as of May 27, 2003 among, *inter alia*, Innovance, Inc., a corporation incorporated under the laws of the State of Delaware (hereinafter referred to as "Innovance U.S."), whose full post office address is 15 Corporate Place South, Piscataway, New Jersey 08854, U.S.A. and GATX/MM Venture Finance Partnership (hereinafter referred to as "GATX/MM"), an Ontario general partnership, whose full post office address is 95 Wellington Street West, 22nd Floor, Toronto, Ontario, M5J 2N7, and for other good and valuable consideration, the receipt and sufficiency of which are hereby confirmed and acknowledged, Innovance U.S. confirms that it has granted to GATX/MM a security interest, lien and charge in all of Innovance U.S.' right, title and interest in and to the intellectual property listed on the Schedule attached hereto, including, without limitation, the copyrights, trademarks, patents and trademark and patent applications and registrations listed therein, and in and to any and all continuations, continuations-in-part, updates, developments, divisions, reissues and re-examinations which issue therefrom.

EXECUTED at New Jersey this 27th day of May, 2003.

INNOVANCE, INC.

Per: Wayne Edmunds c/s
Name: WAYNE EDMUNDS
Title: CFO

I have authority to bind the Corporation.