

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Assignment		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Fleet Capital Corporation		02/11/2005	CORPORATION: RHODE ISLAND
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Wells Fargo Business Credit, Inc.		
<b>Street Address:</b>	119 West 40th Street		
<b>City:</b>	NEW YORK CITY		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	20006		
<b>Entity Type:</b>	CORPORATION: MINNESOTA		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2021045	UNASOL	
Registration Number:	2081501	RHODITE	
Registration Number:	1253443	U	
Registration Number:	0677538	EVERFLO	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(202)728-0744		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	2027216405		
<b>Email:</b>	christine.wilson@t-t.com		
<b>Correspondent Name:</b>	Thomson & Thomson		
<b>Address Line 1:</b>	1750 K Street, NW		
<b>Address Line 2:</b>	Suite 200		
<b>Address Line 4:</b>	Washington, DISTRICT OF COLUMBIA 20006		
<b>NAME OF SUBMITTER:</b>	CHRISTINE WILSON		

**CH \$115.00 2021045**

Signature:

/CHRISTINE WILSON/

Date:

04/21/2005

**Total Attachments: 3**

source=fleet - wells fargo - U and 3 tm#page1.tif

source=fleet - wells fargo - U and 3 tm#page2.tif

source=fleet - wells fargo - U and 3 tm#page3.tif

## Trademark Assignment

This Assignment made this 11<sup>th</sup> day of February, 2005, between the Fleet Capital Corporation (the "Original Assignee") and Wells Fargo Business Credit, Inc. (the "New Assignee").

Whereas, the Original Assignee is party to a certain Security Agreement dated April 25, 2003, (the "Security Agreement") pursuant to which Universal Photonics, Inc. (the "Borrower") granted to the Original Assignee a security interest in certain assets of the Borrower described in the Security Agreement and identified in Exhibit A attached hereto:

Whereas, effective February 11, 2005, the New Assignee acquired a portfolio of business loans from the Original Assignee and included among the acquired loans were one or more loans to the Borrower;

Whereas, effective February 11, 2005, the Original Assignee assigned all of its rights, title and interests in the loan documents between the Borrower and the Original Assignee to the New Assignee, including, without limitation, the Security Agreement;

Now, Therefore, for good and valuable consideration, the receipt of which is hereby acknowledged, this will confirm that Original Assignee has sold, assigned and transferred to the New Assignee, its successors or assigns, all right, title and interest of the Original Assignee in and to a certain security interest and debt thereto issued to the Original Assignee from the Borrower, as described more fully in the Security Agreement, pursuant to that certain Purchase and Sale Agreement dated as of February 11, 2005.

REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK



**EXHIBIT A**

List of Trademarks

Trademark Name	Registration Number	Registration Date	Reel/Frame
U	1,253,443	October 11, 1983	2726/0887
Everflo	677,538	April 28, 1999	2726/0887
Rhodite	2,081,501	July 22, 1997	2726/0887
Unasal	2,021,045	December 3, 1996	2726/0887