

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Production Resource Group, L.L.C.		03/20/2006	LIMITED LIABILITY COMPANY:
RECEIVING PARTY DATA			
Name:	GMAC Commercial Finance LLC		
Street Address:	1290 Avenue of the Americas		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10104		
Entity Type:	LIMITED LIABILITY COMPANY:		
PROPERTY NUMBERS Total: 17			
Property Type	Number	Word Mark	
Registration Number:	2170786	ICON CONSOLE	
Registration Number:	2168968	ICON MINI	
Registration Number:	2263939	LIGHT & SOUND DESIGN	
Registration Number:	3000710	LIGHT SOUND DESIGN FOURTH PHASE	
Registration Number:	2988943		
Registration Number:	2986255	M BOX	
Registration Number:	2990374	MBOX	
Registration Number:	1525496	COLOURMAG	
Registration Number:	2151720	WASHLIGHT	
Registration Number:	2145706	WASHLIGHT	
Registration Number:	1846659	ICON	
Serial Number:	78672909	AUTOPAR	
Serial Number:	78547298	DIGI-LUMINAIRE	

CH \$440.00 2170786

900046398

TRADEMARK
REEL: 003287 FRAME: 0088

Serial Number:	78547286	DIGITAL LUMINAIRE
Serial Number:	78668314	MBOX EXTREME
Serial Number:	78672914	PRG SERIES 400
Serial Number:	78547421	VIDI-LITE

CORRESPONDENCE DATA

Fax Number: (866)826-5420

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 3016380511

Email: ipresearchplus@comcast.net

Correspondent Name: IP Research Plus, Inc.

Address Line 1: 21 Tadcaster Circle

Address Line 2: Attn: Penelope J.A. Agodoa

Address Line 4: Waldorf, MARYLAND 20602

NAME OF SUBMITTER:	Penelope J.A. Agodoa
Signature:	/pja/
Date:	04/11/2006

Total Attachments: 8

source=30724#page1.tif

source=30724#page2.tif

source=30724#page3.tif

source=30724#page4.tif

source=30724#page5.tif

source=30724#page6.tif

source=30724#page7.tif

source=30724#page8.tif

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Tab settings ⇒ ⇒ ⇒

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

1. Name of conveying party(ies):
Production Resource Group, L.L.C.
539 Temple Hill Road
New Windsor, NY 12553

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☐ Corporation-State:
☒ Other LLC

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

3. Nature of conveyances:

- ☐ Assignment ☐ Merger
☒ Security Agreement ☐ Change of Name
☐ Other _____

Execution Date: March 20, 2006

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

Name: GMAC COMMERCIAL FINANCE LLC

Internal Address: _____

Street Address: 1290 Avenue of the Americas

City: New York State: NY ZIP: 10104

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

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.(s)

SEE ATTACHED SCHEDULE A

B. Trademark registration No.(s)

See Attached Schedule A

Additional numbers 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: 400 Seventh Avenue, N.W., Suite 101

City: Washington State: DC ZIP: 20004

6. Total number of applications and registrations involved: _____

17

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

- ☐ Enclosed
☐ Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

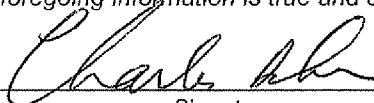
DO NOT USE THIS SPACE

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

Charles Scheer, Esq.

Name of Person Signing



Signature

April 7, 2006

Date

Total number of pages including coversheet, attachments and document: _____

7

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

TRADEMARK
REEL: 003287 FRAME: 0090

TRADEMARK GRANT OF SECURITY

WHEREAS, PRODUCTION RESOURCE GROUP, L.L.C., a Delaware limited liability company, located at 539 Temple Hill Road, New Windsor, NY 12553 ("Guarantor"), owns the trademarks and trademark applications shown in the attached Schedule A (the "Trademarks"), for which there are recordings or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Guarantor is obligated to GMAC COMMERCIAL FINANCE LLC ("GMAC CF"), and various other financial institutions (collectively, "Lenders") and GMAC CF as agent for Lenders ("Agent") pursuant to (i) a certain Second Amended and Restated Loan and Security Agreement, dated January 6, 2006, among Agent, Lenders, Guarantor and the other credit parties named therein and (ii) a certain Intellectual Property Security Agreement, dated as of February 20, 2001, made by Guarantor 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, Guarantor is granting to Agent for its benefit and for the ratable benefit of Lenders a security interest in the Trademarks, all proceeds thereof, all rights corresponding thereto and all reissues, divisions, continuations, renewals, extensions and continuations-in-part thereof, and the recordings and applications therefore.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Guarantor does hereby grant 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 Trademarks, and recordings and applications therefor, which grant and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

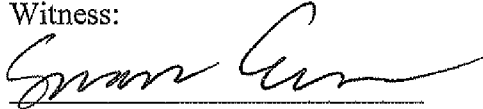
[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

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


Dated: New York, New York

March 20, 2006

Witness:



PRODUCTION RESOURCE GROUP, L.L.C.

By: 

Name: Robert MANNERS

Its: Vice President

Witness:

GMAC COMMERCIAL FINANCE LLC, as Agent

By: _____

Name:

Its:

STATE OF NEW YORK)

: ss.:

COUNTY OF NEW YORK)

On this 20 day of March, 2006, before me personally came Robert MANNERS, to me known, who, being by me duly sworn, did depose and say that he is the Vice President of PRODUCTION RESOURCE GROUP, L.L.C., 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.

TERESA A. MORAN
Notary Public, State of New York
No. 01608045486
Qualified in Orange County
Commission Expires July 31, 2006

Teresa A. Moran
Notary Public

STATE OF NEW YORK)

: ss.:

COUNTY OF NEW YORK)

On this ____ day of March, 2006, before me personally came _____, to me known, who, being by me duly sworn, did depose and say that he is the _____ of GMAC COMMERCIAL FINANCE LLC, the limited liability company described in and which executed the foregoing instrument; and that he was authorized to sign his name thereto on behalf of said limited liability company.

Notary Public

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

Dated: New York, New York

March 6, 2006

Witness:

Witness:

W. W. Smith

PRODUCTION RESOURCE GROUP, L.L.C.

By: _____

Name:

Its:

GMAC COMMERCIAL FINANCE LLC, as Agent

By: Joseph Skaferowsky

Name:

Its:

JOSEPH SKAFEROWSKY
DIRECTOR

STATE OF NEW YORK)

: ss.:

COUNTY OF NEW YORK)

On this ____ day of March, 2006, before me personally came _____, to me known, who, being by me duly sworn, did depose and say that he is the _____ of PRODUCTION RESOURCE GROUP, L.L.C., 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.

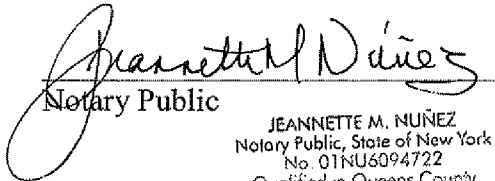
Notary Public

STATE OF NEW YORK)

Queens : ss.:

COUNTY OF NEW YORK)

On this 6 day of March, 2006, before me personally came Joseph Skafarowsky, to me known, who, being by me duly sworn, did depose and say that he is the director of GMAC COMMERCIAL FINANCE LLC, the limited liability company described in and which executed the foregoing instrument; and that he was authorized to sign his name thereto on behalf of said limited liability company.


Notary Public

JEANNETTE M. NUÑEZ
Notary Public, State of New York
No. 011NU6094722
Qualified in Queens County
Commission Expires June 23, 2007

SCHEDULE A

Schedule A to a Trademark Grant of Security dated March 6, 2006, by and between
PRODUCTION RESOURCE GROUP, L.L.C. and GMAC COMMERCIAL FINANCE LLC, as
Agent.

U.S. Trademark Registrations

<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>
Icon Console	2,170,786	7/7/98
Icon Mini Console	2,168,968	6/30/98
Light & Sound Design	2,263,939	10/17/96
Light & Sound Design	3,000,710	9/27/05
LSD/Fourth Phase Logo	2,988,943	8/30/05
MBox & Design	2,986,255	8/16/05
MBox	2,990,374	8/30/05
Colourmag	1,525,496	2/21/89
Washlight	2,151,720	4/21/98
Washlight	2,145,706	3/24/98
Icon (and Design)	1,846,659	7/26/94

U.S. Trademark Applications

<u>Trademark</u>	<u>Serial Number</u>	<u>Filing Date</u>
Autopar	78/672,909	7/18/05
Digi-Luminaire	78/547,298	1/13/05
Digit5al Luminaire	78/547,286	1/13/05

MBox Extreme	78/668,314	7/12/05
PRG Series 400	78/672,914	7/18/2005
Vidi-Lite	78/547,421	1/13/05