

O: JULIANNA DELIGANS COMPANY: 100 NORTH BROADWAY

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

**05/28/2009**  
**900134958**

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Optronics International, LLC		05/15/2009	LIMITED LIABILITY COMPANY; OKLAHOMA

**RECEIVING PARTY DATA**

<b>Name:</b>	The F&M Bank & Trust Company
<b>Street Address:</b>	1330 South Harvard
<b>City:</b>	Tulsa
<b>State/Country:</b>	OKLAHOMA
<b>Postal Code:</b>	74112
<b>Entity Type:</b>	State Banking Corporation: / <b>OKLAHOMA</b>

**PROPERTY NUMBERS Total: 11**

Property Type	Number	Word Mark
Registration Number:	2906191	BURNERS
Registration Number:	2442811	PRO SERIES
Registration Number:	2442866	XENON TECHNOLOGY FOR XTREME PERFORMANCE!
Registration Number:	2444511	HYPERX
Registration Number:	2442810	ULTIMA
Registration Number:	1509874	FLOATING FISH-N-LITE
Registration Number:	1102618	O
Registration Number:	1622338	MADE IN THE U.S.A.
Registration Number:	1130785	NIGHT BLASTER
Registration Number:	1064856	OPTRONICS
Registration Number:	1285931	BLUE EYE BEAM

**CORRESPONDENCE DATA**

Fax Number: (405)553-2855

OP \$290.00 2906191

TO: JULIANNA DELIGANS COMPANY: 100 NORTH BROADWAY

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

Email: jdeligans@hallestill.com  
Correspondent Name: Julianna Deligans  
Address Line 1: 100 North Broadway  
Address Line 2: Suite 2900  
Address Line 4: Oklahoma City, OKLAHOMA 73102

ATTORNEY DOCKET NUMBER:	421278.01560
NAME OF SUBMITTER:	Julianna P. Deligans
Signature:	/juliannapdeligans/
Date:	05/28/2009
Total Attachments: 3 source=SecurityAgreement#page1.tif source=SecurityAgreement#page2.tif source=SecurityAgreement#page3.tif	

TO: JULIANNA DELIGANS COMPANY: 100 NORTH BROADWAY

**SECURITY AGREEMENT / NOTICE OF SECURITY INTEREST  
(TRADEMARKS)  
(Optronics International, LLC)**

WHEREAS, OPTRONICS INTERNATIONAL, LLC, an Oklahoma limited liability company ("Optronics"), has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the annexed Schedule 1A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office, as more fully set forth on Schedule 1A (the "Trademarks"); and

WHEREAS, pursuant to a certain Loan Agreement dated as of May 15, 2009 (as the same may thereafter be amended, modified, restated or replaced, from time to time, the "Loan Agreement"), among Harvard Place Investments, LLC, and Optronics, as borrowers ("Borrowers"), and The F&M Bank & Trust Company, as lender ("Lender"), Lender has agreed to make extensions of credit to Borrowers upon the terms and subject to the conditions set forth therein; and

WHEREAS, pursuant to the Loan Agreement, Optronics has entered into a Security Agreement dated as of May 15, 2009 (the "Security Agreement"), in favor of Lender; and

WHEREAS, pursuant to the Security Agreement, Optronics has granted to Lender a continuing security interest in all right, title and interest of Optronics 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, Optronics, as collateral security for the full and complete payment and performance when due of the Obligations, hereby grants to Lender a continuing security interest in the Collateral to secure the prompt payment, performance and for the benefit of itself and the Lender's observance of the Obligations.

Optronics does hereby further acknowledge and affirm that the rights and remedies of Lender 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.

O: JULIANNA DELIGANS COMPANY: 100 NORTH BROADWAY

IN WITNESS WHEREOF, Optronics International, LLC, has caused this Assignment to be duly executed by its officer thereunto duly authorized as of May 15, 2009.

OPTRONICS INTERNATIONAL, LLC, an Oklahoma limited liability company

By: Ralph E. Schrader  
Ralph E. Schrader, Chief Financial Officer

STATE OF OKLAHOMA )  
COUNTY OF Seminole )

SS:

This instrument was acknowledged before me this 15<sup>th</sup> day of May, 2009, by Ralph E. Schrader, as Chief Financial Officer of Optronics International, LLC, an Oklahoma limited liability company.



Wendy Stockton  
Notary Public

My Commission Expires:

8-7-11  
(SEAL)

SCHEDULE 1A TO SECURITY AGREEMENT / NOTICE OF SECURITY INTEREST

## Trademarks and Trademark Applications

Owned by Optronics International, LLC

<u>Trademark/Application</u>	<u>Registration No./Serial No.</u>
Burners (and design)	Registration No. 2,906,191
Pro Series (and design)	Registration No. 2,442,811
Xenon Technology for Xtreme Performance (stylized)	Registration No. 2,442,866
Hyperx (stylized)	Registration No. 2,444,511
Ultima (and design)	Registration No. 2,442,810
Floating Fish-N-Lite	Registration No. 1,509,674
O (and design) (Eye Design)	Registration No. 1,102,618
Made in the U.S.A. (and design)	Registration No. 1,622,338
Night Blaster	Registration No. 1,130,785
Optronics (stylized)	Registration No. 1,064,856
Blue Eye Beam	Registration No. 1,285,931

O: JULIANNA DELIGANS COMPANY: 100 NORTH BROADWAY

**UNITED STATES PATENT AND TRADEMARK OFFICE**UNDER SECRETARY OF COMMERCE FOR INTELLECTUAL PROPERTY AND  
DIRECTOR OF THE UNITED STATES PATENT AND TRADEMARK OFFICE

\*900134958\*

MAY 28, 2009

PTAS

JULIANNA DELIGANS  
100 NORTH BROADWAY  
SUITE 2900  
OKLAHOMA CITY, OK 73102UNITED STATES PATENT AND TRADEMARK OFFICE  
NOTICE OF NON-RECORDATION OF DOCUMENT

DOCUMENT ID NO.: 900134958

THE ENCLOSED DOCUMENT HAS BEEN EXAMINED AND FOUND NON-RECORDABLE BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. THE REASON(S) FOR NON-RECORDATION ARE STATED BELOW. DOCUMENTS BEING RESUBMITTED FOR RECORDATION MUST BE ACCOMPANIED BY A NEW COVER SHEET REFLECTING THE CORRECT INFORMATION TO BE RECORDED AND THE DOCUMENT ID NUMBER REFERENCED ABOVE.

THE ORIGINAL DATE OF FILING OF THIS ASSIGNMENT DOCUMENT WILL BE MAINTAINED IF RESUBMITTED WITH THE APPROPRIATE CORRECTION(S) WITHIN 30 DAYS FROM THE DATE OF THIS NOTICE AS OUTLINED UNDER 37 CFR 3.51. THE RESUBMITTED DOCUMENT MUST INCLUDE A STAMP WITH THE OFFICIAL DATE OF RECEIPT UNDER 37 CFR 3. APPLICANTS MAY USE THE CERTIFIED PROCEDURES UNDER 37 CFR 1.8 OR 1.10 FOR RESUBMISSION OF THE RETURNED PAPERS, IF THEY DESIRE TO HAVE THE BENEFIT OF THE DATE OF DEPOSIT IN THE UNITED STATES POSTAL SERVICE.

SEND DOCUMENTS TO: U.S. PATENT AND TRADEMARK OFFICE,  
MAIL STOP: ASSIGNMENT SERVICES BRANCH, P.O. BOX 1450, ALEXANDRIA, VA 22313.  
IF YOU HAVE ANY QUESTIONS REGARDING THIS NOTICE,  
YOU MAY CONTACT THE INDIVIDUAL WHOSE NAME APPEARS ON THIS NOTICE AT  
571-272-3350.

1. THE SUBMITTED ASSIGNMENT COVER SHEET IS NOT ACCEPTABLE. THE CITIZENSHIP/STATE OF THE RECEIVING PARTY MUST BE INDICATED ON THE COVER SHEET. AS OF JANUARY 16, 2009, TRADEMARK RULE 37 C.F.R. §3.31(A) WAS AMENDED TO ADD THE REQUIREMENT THAT THE ASSIGNMENT COVER SHEET MUST INCLUDE THE LEGAL ENTITY TYPE AND NATIONAL CITIZENSHIP (OR STATE OR COUNTRY OF ORGANIZATION) OF EACH PARTY RECEIVING THE ASSIGNMENT INTEREST. AND, IF THE PARTY RECEIVING THE ASSIGNMENT INTEREST IS A DOMESTIC PARTNERSHIP OR DOMESTIC JOINT VENTURE, THE COVER SHEET MUST STATE THE NAMES, LEGAL ENTITY TYPES, AND NATIONAL CITIZENSHIP (OR THE STATE OR COUNTRY OF ORGANIZATION) OF ALL GENERAL PARTNERS OR ACTIVE MEMBERS THAT COMPOSE THE PARTNERSHIP OR JOINT VENTURE. 37 C.F.R.

O: JULIANNA DELIGANS COMPANY: 100 NORTH BROADWAY

§3.31(A)(8).

MARY BENTON, EXAMINER  
ASSIGNMENT SERVICES BRANCH  
PUBLIC RECORDS DIVISION