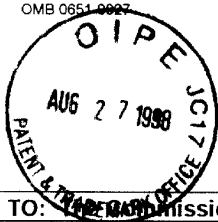


MRD 8-27-98

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

09-08-1998

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK



100822694

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: **Patent and Trademark Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).**

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year
- Merger
- Change of Name
- Other Termination of Assignment of Trademark

Conveying Party

Mark if additional names of conveying parties attached
Execution Date
Month Day Year

Name Photo Research, Inc. 8/6/98

Formerly

- Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name USTrust

DBA/AKA/TA

Composed of

Address (line 1) 30 Court Street

Address (line 2)

Address (line 3) Boston Massachusetts 02108
City State/Country Zip Code

- Individual General Partnership Limited Partnership Corporation Association

Other Massachusetts trust company

Citizenship/State of Incorporation/Organization Massachusetts

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

09/03/1998 JSNBAZZ 00000124 74371436

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 OP
450.00 BP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments - Washington, D.C. 20231

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

<input type="text" value="74371436"/>	<input type="text" value="74715687"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Registration Number(s)

<input type="text" value="639340"/>	<input type="text" value="987821"/>	<input type="text" value="1274146"/>
<input type="text" value="1475474"/>	<input type="text" value="1253696"/>	<input type="text" value="639339"/>
<input type="text" value="1188492"/>	<input type="text" value="1262872"/>	<input type="text" value="1262271"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Name of Person Signing

Michael J. Wolfson, Esq.

Signature

Date Signed

8/5/98

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached (Designation must be a separate document from the Assignment.)

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

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741274	1262871	1252230
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1426354	1246947	
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SCHEDULE I TO ASSIGNMENT OF TRADEMARKS

<u>Trademark Number</u>	<u>Mark</u>
639,340	SPECTAR
639,339	MICRO-SPECTAR
741,274	PD-SPECTAR
394,789	PRITCHARD
987,821	SPECTRA
1,188,492	LIGHT MATE
1,262,871	SPECTRASCAN
1,244,307	TV MATE
1,274,146	AUTO-COMP
1,262,872	MACROSPECTAR
1,252,230	MICROCELL
1,426,354	MICROSCANNER
1,253,696	PHOTO RESEARCH
1,262,271	PR
1,298,453	SPOTMETER
1,246,947	TELESPECTAR
1,475,474	THE LIGHT MEASUREMENT PEOPLE

<u>Trademark Application</u>	<u>Mark</u>
74/371,436	QUALITY BROUGHT TO LIGHT
74/715,687	VIDEO WIN

SCHEDULE II TO ASSIGNMENT OF TRADEMARKS

None.

TERMINATION OF ASSIGNMENT OF TRADEMARKS

Reference is made to an Assignment of Trademark (as Collateral) by and between Photo Research, Inc. (the "Company") and USTrust (the "Bank") dated as of October 23, 1995 (the "Assignment").

WHEREAS, the Assignment was granted by the Company to the Bank in conjunction with certain loan transactions between the Company and its affiliates and the Bank;

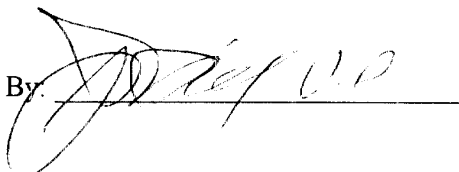
WHEREAS, all indebtedness of the Company and its affiliates to the Bank have this date been satisfied in full,

WHEREAS, the parties desire to terminate the Assignment.

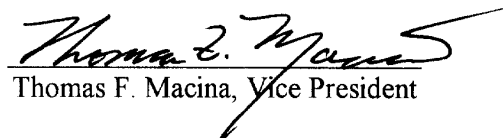
NOW, THEREFORE, for one dollar and other good and valuable consideration, the parties to the Assignment hereby agree that the Assignment is hereby terminated and the Bank hereby reassigns back to Company (without warranty or representation, and without recourse in any event), all rights or interest it may have in and to any of the trademarks and the good will associated therewith collaterally assigned to it pursuant to thereto, including but not limited to, the trademarks referred to on Schedule I attached hereto and incorporated herein by reference.

IN WITNESS HEREOF, the parties have executed this Termination Agreement on this 6th day of August, 1998.

PHOTO RESEARCH, INC.

By: 

USTRUST

By: 
Thomas F. Macina, Vice President

ACKNOWLEDGMENTS

STATE OF ~~MASSACHUSETTS~~)
COUNTY OF NEW YORK)

On this 6 day of August, 1998 before me appeared J. DONALD HILL to me personally known, who, being by me duly sworn, did depose and say that he is the VICE PRES of Photo Research, Inc., the corporation named in and which executed the foregoing instrument in writing, and that said instrument was signed by him on behalf of said corporation; and said _____ acknowledged said instrument to be the free and authorized act and deed of said corporation.

Donna Humphrey
Notary Public
My Commission Expires: _____

DONNA HUMPHREY
Notary Public, State of New York
No. 41-4775705
Qualified in St. Johns County
Certificate Filed in New York County
Term Expires: Sept. 30, 1998

STATE OF MASSACHUSETTS)
COUNTY OF St. Johns)

On this 6 day of August, 1998 before me appeared Thomas F. Macina, to me personally known, who, being by me duly sworn, did depose and say that he is the Vice President of USTrust, the trust company named in and which executed the foregoing instrument in writing, and that said instrument was signed by him on behalf of said trust company; and said Thomas F. Macina acknowledged said instrument to be the free and authorized act and deed of said trust company.

Maryanne Fundinger
Notary Public
My Commission Expires: Notary Public

MARYANNE FUNDINGER
Comm. Expires Mar. 13, 2003

(Seal)

ID # 105060v01/7841-21
8/5/1998

RECORDED: 08/27/1998

TRADEMARK
REEL: 1777 FRAME: 0728