

06-26-2002

SHEET

Docket No.:



PLY

13568.057

Tab settings

102134698

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

1. Name of conveying party(ies):

VERIDIAN ENGINEERING, INC.

6-20-02

- Individual(s)
- General Partnership
- Corporation-State Ohio
- Other _____

- Association
- Limited Partnership

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

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

Name: WACHOVIA BANK, NATIONAL ASSOCIATION

Internal Address: _____

Street Address: 301 S. College St., 5th Floor

City: Charlotte State: NC ZIP: 28288

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

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
- Security Agreement
- Other Assignment of Security Interest

- Merger
- Change of Name

Execution Date: June 10, 2002

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1166812

Additional numbers Yes No

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

Name: Karl S. Sawyer, Jr.

Internal Address: Kennedy Covington Lobdell &

Hickman, LLP

Bank of America Corporate Center, Suite 4200

Street Address: 100 N. Tryon St.

City: Charlotte State: NC ZIP: 28202

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

1

7. Total fee (37 CFR 3.41):.....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

18-1215

06/26/2002 RMMED1 0000067 1166812

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40.00 DP

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.

Karl S. Sawyer, Jr.
Name of Person Signing

Karl S. Sawyer, Jr.
Signature

June 20, 2002
Date

8

Total number of pages including cover sheet, attachments, and

TRADEMARK

REEL: 002530 FRAME: 0924

**ASSIGNMENT OF SECURITY INTEREST
IN UNITED STATES PATENTS AND TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, VERIDIAN ENGINEERING, INC., an Ohio corporation (the "Assignor"), having its chief executive office at 1200 South Hayes Street, Suite 1000, Arlington, Virginia 22202, hereby assigns and grants to WACHOVIA BANK, NATIONAL ASSOCIATION, with offices at 301 South College Street, 5th Floor, Charlotte, North Carolina 28288-0760, a security interest in all of the Assignor's right, title and interest in, to and under the following (all of the following items or types or property being herein collectively referred to as the "Patent and Trademark Collateral"), whether presently existing or hereafter arising or acquired:

(i) each Patent and Patent application of the Assignor, including each Patent and Patent application referred to on Schedule A hereto;

(ii) each Trademark, Trademark registration and Trademark application, and all of the goodwill of the business connected with the use of, and symbolized by, each Trademark, Trademark registration and Trademark application of the Assignor, including each Trademark, Trademark Registration and Trademark Application referred to in Schedule B hereto;

(iii) all products and proceeds of the foregoing, including any claim by the Assignor against third parties for past, present or future infringement of any Patent, or past, present or future infringement or dilution of any Trademark or Trademark registration, including any Patent or Trademark listed on Schedule A or Schedule B hereto, as applicable, or under any Patent or Trademark licensed under any Patent License or Trademark License, including any such License listed on Schedule A or Schedule B hereto, as applicable, or for injury to the goodwill associated with any Trademark, Trademark registration or Trademark License.

THIS ASSIGNMENT shall have an effective date as of June 10th, 2002.

THIS ASSIGNMENT has been granted in conjunction with the security interest granted to the Assignee under the Collateral Agreement, dated as of June 10, 2002 by and among Veridian Corporation, certain of its Subsidiaries party thereto, including the Assignor and the Assignee (as amended, restated, modified, or supplemented from time to time, the "Collateral Agreement"). Capitalized terms used herein but not defined herein shall have the meaning assigned to them in the Collateral Agreement. The rights and remedies of the Assignee with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Collateral Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Assignment are deemed to conflict with the Collateral Agreement, the provisions of the Collateral Agreement shall govern.

[SIGNATURE PAGES FOLLOW]

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LIB: CH

**TRADEMARK
REEL: 002530 FRAME: 0925**

IN WITNESS WHEREOF, the undersigned have executed this Assignment as of the 10th day of June, 2002.

VERIDIAN ENGINEERING, INC., as Assignor

By: James P. Allen

Name: James P. Allen

Title: Sr. Vice President and Chief Financial Officer

STATE OF Virginia

COUNTY OF Arlington

The foregoing instrument was acknowledged before me this 10th day of June, 2002 by James P. Allen, as Sr. Vice President of VERIDIAN ENGINEERING, INC., an Ohio corporation, on behalf of VERIDIAN ENGINEERING, INC.

P. W. Seidler
Notary Public

[NOTARY SEAL]

My commission expires: July 31, 2003

WACHOVIA BANK, NATIONAL
ASSOCIATION, as Assignee

By: _____

Name: Scott Santa Cruz

Title: Director

STATE OF North Carolina

COUNTY OF Mecklenburg

The foregoing instrument was acknowledged before me this 28 day of May,
2002 by Scott Santa Cruz as Director of WACHOVIA BANK,
NATIONAL ASSOCIATION, a national banking association, on behalf of WACHOVIA
BANK, NATIONAL ASSOCIATION.

[NOTARY SEAL]

Louise Gail Horn

Notary Public

My commission expires: Feb 14, 2005

Schedule A
to
Assignment of Security Interest
in United States Patents and Trademarks

VERIDIAN ENGINEERING, INC.

1. US6076028
06/13/00
Method and apparatus for automatic vehicle event detection, characterization, and reporting
Veridian Engineering, Inc.
2. US5926555
04/03/97
Fingerprint Identification System
3. US5799098
08/25/98
Fingerprint identification system
4. US5779907
07/14/98
Magnetic microplate separator
Veridian Engineering, Inc.
5. US5659626
08/19/97
Fingerprint identification system
Veridian Engineering, Inc.
6. US5381337
01/10/95
No skid brake control
Veridian Engineering, Inc.
7. US5381156
01/10/95
Multiple target doppler tracker
Veridian Engineering, Inc.
8. US5353370
10/04/94
Non-uniform temperature profile generator for use in short duration wind tunnels

9. US5353242
10/04/94
Motion base control process and operator perceptual simulator
Veridian Engineering, Inc.
10. US5291136
03/01/1994
Variable angle eddy current probe
Veridian Engineering, Inc.
11. US5111142
05/05/92
Eddy current probe with adjustable position rotating head
Veridian Engineering, Inc.
12. US5059904
10/22/91
Control circuit for variable characteristic rotating eddy current probe
Veridian Engineering, Inc.
13. US5021982
06/04/91
Motion base control process and pilot perceptual simulator
Veridian Engineering, Inc.
14. US5056056
10/08/91
Data recorder including a recirculating non-volatile memory
Veridian Engineering, Inc.
- US4884076
11/28/89
Foam supported electromagnetic energy reflecting device
Veridian Engineering, Inc.
15. US4854156
08/08/89
Pneumatic surface-following control system
Veridian Engineering, Inc.
16. US4684247
08/04/87
Target member for use in a positioning system
Veridian Engineering, Inc.

17. US4612916
09/23/86
Method for treating casualties in a contaminated area
Veridian Engineering, Inc.
18. US4590408
05/20/86
Linear/resonant CRT beam deflection circuit
Veridian Engineering, Inc.
19. US4568825
02/04/86
Robotic vehicle optical guidance system
Veridian Engineering, Inc.
20. US4536690
08/20/85
Tool-supporting self-propelled robot platform
Veridian Engineering, Inc.
21. US4515478
05/07/85
Coherent light detecting system including passive averaging network
Veridian Engineering, Inc.
22. US4485534
12/4/84
Interchange mechanism for multiple fasteners
Veridian Engineering, Inc.

Schedule B
to
Assignment of Security Interest
in United States Patents and Trademarks

VERIDIAN ENGINEERING, INC.

1. Registration No: 1166812
Serial No: 73270768
8/25/81
VEDA
Veda Incorporated¹

¹ Veda merged into Calspan Corporation on December 31, 1998. Calspan Corporation was renamed Veridian Engineering, Inc. on December 31, 1998.

I hereby certify that this Assignment of Security Interest In United States Patents and Trademarks
(Identify type of correspondence)
is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under
37 CFR 1.10 in an envelope addressed to: The Commissioner of Patents and Trademarks, Washington, D.C.
20231-0001 on June 20, 2002
(Date)

Marcia Siuda

(Typed or Printed Name of Person Mailing Correspondence)

Marcia Siuda

(Signature of Person Mailing Correspondence)

EL810054606US

("Express Mail" Mailing Label Number)

Note: Each paper must have its own certificate of mailing.