

06-27-2002



FEET

-Y

Docket No.:

15159-002BT

Tab settings

To the Honorable Commissioner of Patents and Trademarks  
102137549

See attached original documents or copy thereof.

1. Name of conveying party(ies):

eMAGIN CORPORATION  
2070 Route 52  
Hopewell Junction, New York 12533

06/21/02

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

Name: ALLIGATOR HOLDINGS, INC.

Internal Address:

Street Address: 444 Park Avenue South, 11th Floor

City: New York State: NY ZIP: 10016

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State NEW YORK
- Other

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: June 20, 2002

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

A. Trademark Application No.(s)

ATTACHED

B. Trademark Registration No.(s)

Additional numbers

Yes  No

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

Name: Michael R. Graif / CHADBOURNE & PARKE

Internal Address:

Street Address: 30 Rockefeller Plaza

City: New York State: NY ZIP: 10112

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

2

7. Total fee (37 CFR 3.41):.....\$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

03-1240

06/27/2002 LNUJELLER 00000051 031240 75739315

DO NOT USE THIS SPACE

01 FC:481 40.00 CH  
02 FC:482 25.00 CH

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.

Michael R. Graif - Reg. No. 47,298

Name of Person Signing

*Michael R. Graif*  
Signature

June 21, 2002

Date

Total number of pages including cover sheet, attachments, and

11

SCHEDULE OF U.S. MARKS

<u>MARK</u>	<u>SERIAL NO.</u>	<u>FILING DATE</u>
EGLASS	75/739,315	6/99
EMAGIN	75/856,770	11/99

**GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, EMAGIN CORPORATION, a Delaware corporation (the "Grantor") with principal offices at 2070 Route 52, Hopewell Junction, New York 12533, hereby assigns and grants to ALLIGATOR HOLDINGS, INC., as Collateral Agent, with principal offices at 444 Park Avenue South, 11th Floor, New York, NY 10016 (the "Grantee"), a security interest in (i) all of the Grantor's right, title and interest in and to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the Subordinated Security Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of June 20, 2002 (as amended from time to time, the "Security Agreement"). Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Grantee shall execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Marks acquired under this Grant.

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this

Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

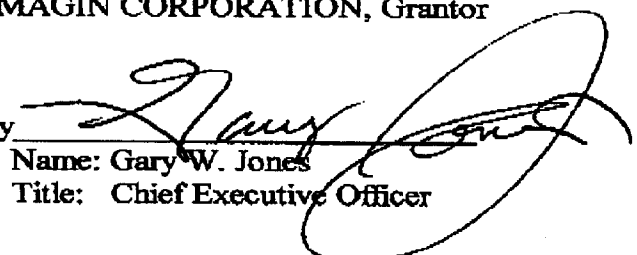
**[Remainder of this page intentionally left blank; signature page follows]**

**SIGNATURE PAGE TO GRANT OF SECURITY INTERESTS IN TRADEMARKS**

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the  
20<sup>th</sup> day of June, 2002.

**EMAGIN CORPORATION, Grantor**

By

  
Name: Gary W. Jones  
Title: Chief Executive Officer

**ALLIGATOR HOLDINGS, INC.,  
as Collateral Agent and Grantee**

By \_\_\_\_\_

Name:  
Title:

STATE OF NEW YORK )

) ss:

COUNTY OF DUTCHESS )

On this 20<sup>th</sup> day of June, 2002 before me personally came Gary W. Jones who, being by me duly sworn, did state as follows: that he is Chief Executive Officer of eMagin Corporation, that he is authorized to execute the foregoing Grant on behalf of said eMagin Corporation and that he did so by authority of the Board of Directors of said eMagin Corporation.

*Charlotte A. Mann*

Notary Public

CHARLOTTE A. MANN  
#4656573  
Notary Public, State of New York  
Qualified in Nassau County  
My Commission Expires 04/30/03

**SIGNATURE PAGE TO GRANT OF SECURITY INTERESTS IN TRADEMARKS**

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the

20 day of June, 2002.

**EMAGIN CORPORATION, Grantor**

By \_\_\_\_\_

Name:

Title:

**ALLIGATOR HOLDINGS, INC.,  
as Collateral Agent and Grantee**

By \_\_\_\_\_

Name:

Title:

*[Handwritten Signature]*  
Stephen Gold  
President

STATE OF New York)

COUNTY OF New York) <sup>SS:</sup>

On this 20<sup>th</sup> day of June, 2002, before me personally came Steven Gold who, being by me duly sworn, did state as follows: that [s]he is President of Alligator Holdings, Inc. that [s]he is authorized to execute the foregoing Grant on behalf of said corporation and that [s]he did so by authority of the Board of Directors of said corporation.

Steven A. Samide

Notary Public

STEVEN A. SAMIDE  
Notary Public, State of New York  
No. 02SA6032787  
Qualified in Nassau County  
Commission Expires Nov. 8, 2005



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