

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|----------------------------------|--|-----------------------|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Notice of Grant of Security Interest | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Metokote Corporation | | 05/27/2005 | CORPORATION: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Wachovia Bank, National Association, as Administrative Agent | | |
| Street Address: | 201 South College Street | | |
| Internal Address: | CP-8 | | |
| City: | Charlotte | | |
| State/Country: | NORTH CAROLINA | | |
| Postal Code: | 28288 | | |
| Entity Type: | national banking association: UNITED STATES | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Serial Number: | 76623689 | INSITE | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (919)416-8339 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | 919 286-8049 | | |
| Email: | PTO_TMconfirmation@mvalaw.com | | |
| Correspondent Name: | Moore & Van Allen PLLC | | |
| Address Line 1: | 430 Davis Drive | | |
| Address Line 2: | Suite 500 | | |
| Address Line 4: | Morrisville, NORTH CAROLINA 27560 | | |
| NAME OF SUBMITTER: | John E. Slaughter | | |
| Signature: | /John E. Slaughter/ | | |
| Date: | 06/22/2005 | | |

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Total Attachments: 4

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Amended and Restated Security Agreement dated as of May 27, 2005 (as the same may be amended, modified, extended or restated from time to time the "Security Agreement") by and among the Obligor party thereto (each an "Obligor" and collectively, the "Obligors") and Wachovia Bank, National Association, as Administrative Agent (the "Administrative Agent") for the lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the Lenders:

TRADEMARKS

| <u>Trademark No.</u> | Description of Trademark <u>Item</u> | Date of <u>Trademark</u> |
|----------------------|---|-----------------------------|
|----------------------|---|-----------------------------|

TRADEMARK APPLICATIONS

| <u>Trademark Applications No.</u> | Description of Trademark <u>Applied For</u> See Schedule I attached hereto | Date of Trademark <u>Applications</u> |
|---------------------------------------|---|--|
|---------------------------------------|---|--|

The Obligor and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

METOKOTE CORPORATION,
a Delaware corporation

By: James A. Kight
Name: _____

Name: **James A. Kight**

Title: **Chief Executive Officer and President**

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Administrative Agent

By: _____

Name: _____

Title: _____

IP Notice -- Trademarks
Metokote Corporation

TRADEMARK
REEL: 003108 FRAME: 0770

The Obligor and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

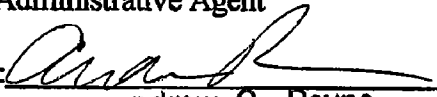
Very truly yours,

METOKOTE CORPORATION,
a Delaware corporation

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Administrative Agent

By: 
Name: Andrew G. Payne
Title: Director

IP Notice - Trademarks
Metokote Corporation

Schedule 1

**MetoKote Corporation
(Delaware Corporation)**

U.S. Trademark

Pending Application

| Mark | Application No. | Filing Date |
|--------|-----------------|-------------|
| INSITE | 76623689 | 12/08/04 |