

03-17-2005  
102960844

Form PTO-1595  
(Rev. 03/01)  
OMB No. 0651-0027 (exp. 5/31/2002)

DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof

31405

1. Name of conveying party(ies):  
**Sermatech International Holdings Corp.**  
**ACP SI Acquisition Sub Corp.**  
**Sermatech International Incorporated**  
**Sermatech International Canada Corp.**  
**Sermatech International Canada GP LLC**  
Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies)  
Name: **Silver Point Finance, LLC**  
Internal Address: \_\_\_\_\_  
Street Address: **Two Greenwich Plaza, 1st Floor**  
City: **Greenwich**  
State: **Connecticut** Zip: **06830-6353**  
Additional name(s) & address(es) attached:  Yes  No

3. Nature of Conveyance:  
 Assignment  Merger  
 Security Agreement  Change of Name  
 Other \_\_\_\_\_  
Execution Date: **February 28, 2005**

4. Application number(s) or patent number(s): **Please see Attachment A**  
If this document is being filed together with a new application, the execution date of the new application is: \_\_\_\_\_  
A. Patent Application No.(s): **0318614**  
B. Patent No.(s): **03114**  
Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: **Jeremy P. Sirota**  
**MORRISON & FOERSTER LLP**  
Internal Address: Atty. Dkt.: **564470000009**  
Street Address: **1290 Avenue of the Americas**  
City: **New York** State: **NY** Zip: **10104**

6. Total number of applications and patents involved: **54**  
7. Total fee (37 CFR 3.41) \$ **2,160.00**  
 Enclosed  
 Authorized to be charged to deposit account  
 Authorized to be charged to credit card (Form 2038 enclosed)  
8. Deposit account number: **03-1952**  
(Attach duplicate copy of this page if paying by deposit account)

**DO NOT USE THIS SPACE**

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.*  
Kevin R. Spivak  
Name of Person Signing \_\_\_\_\_ Signature \_\_\_\_\_ Date **March 14, 2005**  
Total number of pages including cover sheet, attachments, and documents **11**

03/16/2005 6TON11 00000115 031952 0318614  
01 FC:0021 2160.00 DA

va-96400

**Attachment A**

	<b>Patent No.</b>	<b>Issue Date</b>
1.	D318,614	July 30, 1991
2.	4,617,056	October 14, 1986
3.	4,739,146	April 19, 1988
4.	4,745,256	May 17, 1988
5.	4,806,161	February 21, 1989
6.	4,808,055	February 28, 1989
7.	4,822,248	April 18, 1989
8.	4,863,516	September 5, 1989
9.	4,864,094	September 5, 1989
10.	4,873,876	October 17, 1989
11.	4,878,953	November 7, 1989
12.	4,888,154	December 19, 1989
13.	4,889,558	December 26, 1989
14.	4,917,960	April 17, 1990
15.	4,975,330	December 4, 1990
16.	5,116,672	May 26, 1992
17.	5,127,574	July 7, 1992
18.	5,219,595	June 15, 1993
19.	5,229,062	July 20, 1993
20.	5,389,407	February 14, 1995
21.	5,409,970	April 25, 1995
22.	5,456,951	October 10, 1995
23.	5,472,783	December 5, 1995
24.	5,547,770	August 20, 1996
25.	5,478,413	December 26, 1995
26.	5,518,178	May 21, 1996
27.	5,628,231	May 13, 1997
28.	5,650,235	July 22, 1997
29.	5,652,064	July 29, 1997
30.	5,795,659	August 18, 1998
31.	5,803,990	September 8, 1998
32.	5,858,469	January 12, 1999
33.	5,922,130	July 13, 1999
34.	5,922,409	July 13, 1999
35.	5,968,240	October 19, 1999
36.	5,985,454	November 16, 1999
37.	5,993,976	November 30, 1999
38.	6,036,995	March 14, 2000
39.	6,110,262	August 29, 2000
40.	6,126,758	October 3, 2000
41.	6,150,033	November 21, 2000
42.	6,159,547	December 12, 2000
43.	6,730,179	May 4, 2004
44.	6,648,167	November 18, 2003
45.	6,520,401	February 18, 2003
46.	6,444,054	September 3, 2002
47.	6,428,630	August 6, 2002
48.	6,368,394	April 9, 2002
49.	6,171,704	January 9, 2001
50.	6,224,657	May 1, 2001

	<b>Patent No.</b>	<b>Issue Date</b>
51.	6,074,464	June 13, 2000
52.	5,985,454	November 16, 1999
53.	4,825,029	April 25, 1989
54.	6,730,179	May 4, 2004

**PATENT SECURITY AGREEMENT**

This PATENT SECURITY AGREEMENT (this "Patent Security Agreement") is made this 28<sup>th</sup> day of February, 2005, among the Grantors listed on the signature pages hereof (collectively, jointly and severally, "Grantors" and each individually "Grantor"), and SILVER POINT FINANCE, LLC, in its capacity as administrative agent for the Lender Group, the Bank Product Providers and the Specified Product Providers (together with its successors and assigns in such capacity, "Agent").

**WITNESSETH:**

WHEREAS, pursuant to that certain Credit Agreement dated as of February 28, 2005 (as amended, restated, supplemented or otherwise modified from time to time, including all exhibits and schedules thereto, the "Credit Agreement") among Sermatech International Holdings Corp., a Delaware corporation ("Parent"), ACP SI Acquisition Sub Corp., a Delaware corporation ("Newco"), Sermatech International Incorporated, a Pennsylvania corporation ("Sermatech"), the lenders party thereto as "Lenders" ("Lenders"), and Agent, the Lender Group is willing to make certain financial accommodations available to Borrowers from time to time pursuant to the terms and conditions thereof;

WHEREAS, the members of Lender Group are willing to make the financial accommodations to Borrowers as provided for in the Credit Agreement, but only upon the condition, among others, that the Grantors shall have executed and delivered to Agent, for the benefit of the Lender Group, the Bank Product Providers and the Specified Product Providers, that certain Security Agreement dated as of February 28, 2005 (including all annexes, exhibits or schedules thereto, as from time to time amended, restated, supplemented or otherwise modified, the "Security Agreement"); and

WHEREAS, pursuant to the Security Agreement, Grantors are required to execute and deliver to Agent, for the benefit of the Lender Group, the Bank Product Providers and the Specified Product Providers, this Patent Security Agreement.

NOW, THEREFORE, in consideration of the premises and mutual covenants herein contained and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each Grantor hereby agrees as follows:

1. DEFINED TERMS. All capitalized terms used but not otherwise defined herein have the meanings given to them in the Security Agreement and/or the Credit Agreement.

2. GRANT OF SECURITY INTEREST IN PATENT COLLATERAL. Each Grantor hereby grants to Agent, for the benefit of the Lender Group, the Bank Product Providers and the Specified Product Providers, a continuing first priority security interest in all of such Grantor's right, title and interest in, to and under the following, whether presently existing or hereafter created or acquired to the extent contained in the Collateral (collectively, the "Patent Collateral"):

(a) all of its Patents and rights in and to Patent Intellectual Property Licenses to which it is a party including those referred to on Schedule I hereto;

(b) all reissues, continuations, continuations-in-part, substitutes, extensions or renewals of, and improvements on, the foregoing; and

(c) all products and proceeds of the foregoing, including, without limitation, any claim by such Grantor against third parties for past, present or future infringement of any Patent.

3. SECURITY AGREEMENT. The security interests granted pursuant to this Patent Security Agreement are granted in conjunction with the security interests granted to Agent, for the benefit of the Lender Group, the Bank Product Providers and the Specified Product Providers, pursuant to the Security Agreement. Each Grantor hereby acknowledges and affirms that the rights and remedies of Agent with respect to the security interest in the Patent Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

4. AUTHORIZATION TO SUPPLEMENT. Grantors hereby authorize Agent unilaterally to modify this Agreement by amending Schedule I to include any patentable inventions or applications therefor which become part of the Patent Collateral under the Security Agreement. Notwithstanding the foregoing, no failure to so modify this Patent Security Agreement or amend Schedule I shall in any way affect, invalidate or detract from Agent's continuing security interest in all Collateral, whether or not listed on Schedule I.

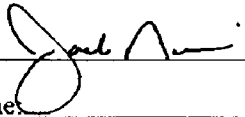
5. COUNTERPARTS. This Patent Security Agreement may be executed in any number of counterparts, each of which shall be deemed to be an original, but all such separate counterparts shall together constitute but one and the same instrument. Any signatures delivered by a party by facsimile transmission or by e-mail transmission shall be deemed an original signature hereto.

[SIGNATURE PAGES FOLLOW]

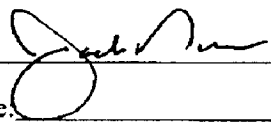
IN WITNESS WHEREOF, each Grantor has caused this Patent Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

**GRANTORS:**

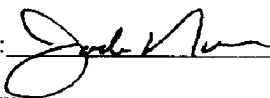
**SERMATECH INTERNATIONAL HOLDINGS CORP.,**  
a Delaware corporation, as a Grantor

By:   
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

**ACP SI ACQUISITION SUB CORP.,**  
a Delaware corporation, as a Grantor

By:   
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

**SERMATECH INTERNATIONAL INCORPORATED,**  
a Pennsylvania corporation, as a Grantor

By:   
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

SIGNATURE PAGE OF PATENT SECURITY AGREEMENT

**SERMATECH INTERNATIONAL CANADA  
CORP.,**  
a Delaware corporation, as a Grantor

By:  \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

**SERMATECH INTERNATIONAL CANADA  
GP LLC,**  
a Delaware limited liability company, as a  
Grantor

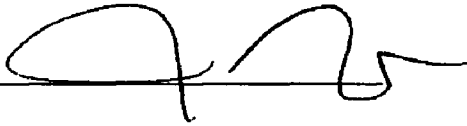
By:  \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

AGENT:

**SILVER POINT FINANCE, LLC,**  
a Delaware limited liability company, as Agent

By: 

Name: \_\_\_\_\_

Title: Jeffrey A. Gelfand  
Authorized Signatory

SIGNATURE PAGE OF PATENT SECURITY AGREEMENT

**PATENT**  
**REEL: 016353 FRAME: 0174**



**SCHEDULE I**  
TO  
**PATENT SECURITY AGREEMENT**

**Patents**

D318,614	July 30, 1991	U.S.	Sermatech International, Inc.
4,617,056	October 14, 1986	U.S.	Sermatech International, Inc.
4,739,146	April 19, 1988	U.S.	Sermatech International, Inc.
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4,808,055	February 28, 1989	U.S.	Sermatech International, Inc.
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4,878,953	November 7, 1989	U.S.	Sermatech International, Inc.
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5,389,407	February 14, 1995	U.S.	Sermatech International, Inc.
5,409,970	April 25, 1995	U.S.	Sermatech International, Inc.
5,456,951	October 10, 1995	U.S.	Sermatech International, Inc.
5,472,783	December 5, 1995	U.S.	Sermatech International, Inc.
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5,478,413	December 26, 1995	U.S.	Sermatech International, Inc.
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5,628,231	May 13, 1997	U.S.	Sermatech International, Inc.
5,650,235	July 22, 1997	U.S.	Sermatech International, Inc.
5,652,064	July 29, 1997	U.S.	Sermatech International, Inc.
5,795,659	August 18, 1998	U.S.	Rolls-Royce, plc and Sermatech International, Inc.
5,803,990	September 8, 1998	U.S.	Sermatech International, Inc.
5,858,469	January 12, 1999	U.S.	Sermatech International, Inc.
5,922,130	July 13, 1999	U.S.	Sermatech International, Inc.
5,922,409	July 13, 1999	U.S.	Sermatech International, Inc.

5,968,240	October 19, 1999	U.S.	Sermatech International, Inc.
5,985,454	November 16, 1999	U.S.	Sermatech International, Inc.
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6,110,262	August 29, 2000	U.S.	Sermatech International, Inc.
6,126,758	October 3, 2000	U.S.	Rolls Royce, plc and Sermatech International, Inc.
6,150,033	November 21, 2000	U.S.	Sermatech International, Inc.
6,159,547	December 12, 2000	U.S.	Sermatech International, Inc.
6,730,179	May 4, 2004	U.S.	Sermatech International, Inc.
6,648,167	November 18, 2003	U.S.	Sermatech International, Inc.
6,520,401	February 18, 2003	U.S.	Sermatech International, Inc.
6,444,054	September 3, 2002	U.S.	Sermatech International, Inc.
6,428,630	August 6, 2002	U.S.	Sermatech International, Inc. & FlameSpray SpA
6,368,394	April 9, 2002	U.S.	Sermatech International, Inc.
6,171,704	January 9, 2001	U.S.	Sermatech International, Inc.
6,224,657	May 1, 2001	U.S.	Sermatech International, Inc.
6,074,464	June 13, 2000	U.S.	Sermatech International, Inc.
5,985,454	November 16, 1999	U.S.	Sermatech International, Inc.
4,825,029	April 25, 1989	U.S.	Sermatech International, Inc.
6,730,179	May 4, 2004	U.S.	Sermatech International, Inc.
26966201	August 7, 2001	AU	Sermatech International, Inc.
1233956	March 15, 1988	Canada	Sermatech International, Inc.
1262197	October 3, 1989	Canada	Sermatech International, Inc.
1264928	January 30, 1990	Canada	Sermatech International, Inc.
1267939	April 17, 1990	Canada	Sermatech International, Inc.
1272765	August 14, 1990	Canada	Sermatech International, Inc.
1290254	October 8, 1991	Canada	Metallurgical Industries, Inc.
1291399	October 29, 1991	Canada	Sermatech International, Inc.
1330465	June 28, 1994	Canada	Sermatech International, Inc.
2027193	October 9, 1990	Canada	Sermatech International, Inc.
2032014	December 11, 1990	Canada	Sermatech International, Inc.
2277404	July 15, 1999	Canada	Sermatech International, Inc.
2055941	November 21, 1991	Canada	Sermatech International, Inc.
2165998	December 22, 1995	Canada	Sermatech International, Inc.
2174923	April 24, 1996	Canada	Sermatech International, Inc.
2184181	February 27, 1995	Canada	Sermatech International, Inc.
2184603	March 1, 1995	Canada	Sermatech International, Inc.
2193272	December 18, 1996	Canada	Sermatech International, Inc.
2227873	January 27, 1998	Canada	Sermatech International, Inc.
2238054	November 27, 1996	Canada	Sermatech International, Inc.

2242095	February 19, 1999	Canada	Sermatech International, Inc.
2249383	August 3, 1999	Canada	Sermatech International, Inc.
2251756	May 18, 1999	Canada	Sermatech International, Inc.
2284510	April 13, 2000	Canada	Sermatech International, Inc.
2323122	April 18, 2001	Canada	Sermatech International, Inc.
2399710	August 23, 2002	Canada	Sermatech International, Inc.
2277404	July 15, 1999	Canada	Sermatech International, Inc.
2112229	March 16, 2004	Canada	Sermatech International, Inc. and Rolls-Royce plc
2123135	September 7, 1993	Canada	Sermatech International, Inc. and Rolls-Royce plc
783042	July 21, 2004	Europe	Sermatech International, Inc.
984074	November 26, 2003	Europe	Sermatech International, Inc.
0 147 273	July 3, 1985	Europe	Sermatech International, Inc.
489520	June 10, 1992	Europe	Sermatech International, Inc.
596099	July 7, 1999	Europe	Rolls Royce, plc & Sermatech International, Inc.
748394	August 29, 2001	Europe	Sermatech International, Inc.
619856	November 3, 1999	Europe	Rolls Royce, plc & Sermatech International, Inc.
874730	November 4, 1998	Europe	Sermatech International, Inc.
905279	March 31, 1999	Europe	Sermatech International, Inc.
916744	May 19, 1999	Europe	Sermatech International, Inc.
933446	August 4, 1999	Europe	Sermatech International, Inc.
781861	July 2, 1997	Europe	Sermatech International, Inc.
995816	April 26, 2000	Europe	Sermatech International, Inc.
1293286	February 18, 2003	Europe	Sermatech International, Inc.
98400161.0	January 27, 1998	Europe	Sermatech International, Inc.
1288330	May 3, 2003	Europe	Sermatech International, Inc.
0984074	November 26, 2003	Europe	Sermatech International, Inc.
0264338	May 1, 1996	Europe	Sermatech International, Inc.
0457958	October 9, 1990	France (European Patent)	Sermatech International, Inc.
0544040	November 28, 1991	France (European Patent)	Sermatech International, Inc.
0264338	October 13, 1987	France (European Patent)	Sermatech International, Inc.
0441061	December 27, 1990	France (European Patent)	Sermatech International, Inc.

0728851	December 22, 1995	France (European Patent)	Sermatech International, Inc.
0739953	April 24, 1996	France (European Patent)	Sermatech International, Inc.
0748393	March 1, 1995	France (European Patent)	Sermatech International, Inc.
0748394	February 27, 1995	France (European Patent)	Sermatech International, Inc.
0861919	January 27, 1998	France (European Patent)	Sermatech International, Inc.
69015620.0	October 9, 1990	Germany	Sermatech International, Inc.
69122108.1	November 28, 1991	Germany	Sermatech International, Inc.
P3751790.2	October 13, 1987	Germany	Sermatech International, Inc.
69028980.4	December 27, 1990	Germany	Sermatech International, Inc.
69515634.9	December 22, 1995	Germany	Sermatech International, Inc.
69624971.5	April 24, 1996	Germany	Sermatech International, Inc.
69522440.9	February 27, 1995	Germany	Sermatech International, Inc.
69522098.5	March 1, 1995	Germany	Sermatech International, Inc.
69802725.6	January 27, 1998	Germany	Sermatech International, Inc.
69325558	August 12, 1999	Germany	Rolls-Royce & Sermatech International, Inc.
69522440	October 4, 2001	Germany	Sermatech International Inc.
69326938	December 9, 1999	Germany	Sermatech International Inc. and Rolls- Royce plc
69813760	December 14, 1998	Germany	Sermatech International, Inc.
69917177	September 16, 2004	Germany	Sermatech International, Inc.
69913056	June 9, 2004	Germany	Sermatech International, Inc.
69632944	August 26, 2004	Germany	Sermatech International, Inc.
0457958	October 9, 1990	Italy (European Patent)	Sermatech International, Inc.
0264338	May 1, 1996	Italy (European Patent)	Sermatech International, Inc.
0441061	December 27, 1990	Italy (European Patent)	Sermatech International, Inc.
1174796	November 15, 1983	Italy	Sermatech International, Inc.
0728851	December 22, 1995	Italy (European Patent)	Sermatech International, Inc.
0739953	April 24, 1996	Italy (European Patent)	Sermatech International, Inc.
0748394	February 27, 1995	Italy (European Patent)	Sermatech International, Inc.

0748393	March 1, 1995	Italy (European Patent)	Sermatech International, Inc.
0861919	January 27, 1998	Italy (European Patent)	Sermatech International, Inc.
1318757	September 10, 2003	Italy	Sermatech International, Inc. & FlameSpray SpA
2649588	May 16, 1997	Japan	Sermatech International, Inc.
2-328742	November 28, 1990	Japan	Sermatech International, Inc.
5220890	December 4, 1991	Japan	Sermatech International, Inc.
3-306335	November 21, 1991	Japan	Sermatech Materials Division (Sermatech International, Inc.)
3130057	November 17, 2000	Japan	Sermatech International, Inc.
1618008	September 21, 1990	Japan	Sermatech International, Inc.
60500376	March 22, 1985	Japan	Sermatech International, Inc.
5171399	July 9, 1993	Japan	Sermatech International, Inc.
7507839	August 31, 1995	Japan	Sermatech International, Inc.
8501351	February 13, 1996	Japan	Rolls-Royce plc & Sermatech International, Inc.
9509697	September 30, 1997	Japan	Sermatech International, Inc.
11222661	August 17, 1999	Japan	Sermatech International, Inc.
63197572	August 16, 1988	Japan	Sermatech International, Inc.
9099273	April 15, 1997	Japan	Sermatech International, Inc.
9604205	March 28, 1996	Korea	Sermatech International, Inc.
9202644	March 31, 1992	Korea	Sermatech International, Inc.
9702089	February 22, 1997	Korea	Sermatech International, Inc.
0457958	October 9, 1990	U.K. (European Patent)	Sermatech International, Inc.
0544040	November 28, 1991	U.K. (European Patent)	Sermatech International, Inc.
0264338	October 13, 1987	U.K. (European Patent)	Sermatech International, Inc.
0441061	December 27, 1990	U.K. (European Patent)	Sermatech International, Inc.
0728851	December 22, 1995	U.K. (European Patent)	Sermatech International, Inc.
0739953	April 24, 1996	U.K. (European Patent)	Sermatech International, Inc.
0748394	February 27, 1995	U.K. (European Patent)	Sermatech International, Inc.
0748393	March 1, 1995	U.K. (European Patent)	Sermatech International, Inc.
0861919	January 27, 1998	U.K. (European Patent)	Sermatech International, Inc.
EP 0 619 856	October 19, 1994	U.K.	Rolls-Royce plc and Sermatech International, Inc.

# Patent Applications

[REDACTED]			
2001164198	June 19, 2001	Japan	Sermatech International, Inc.
2003183809	July 3, 2003	Japan	Sermatech International, Inc.
1096040	May 2, 2001	Europe	Sermatech International, Inc.