

Form PTO-1595 (Rev. 07/05)
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U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

**RECORDATION FORM COVER SHEET
PATENTS ONLY**

1127793-0008

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)

PDS ASSOCIATES, INC.

2. Name and address of receiving party(ies)

Name: The Governor and Company of the Bank of Ireland.

Internal Address: as Collateral Agent

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance/Execution Date(s):

Execution Date(s) December 19, and December 20, 2005

- Assignment Merger
 Security Agreement Change of Name
 Joint Research Agreement
 Government Interest Assignment
 Executive Order 9424, Confirmatory License
 Other Grant of Security Interest

Street Address: Bank of Ireland Corporate Banking

Head Office, B-2, Lower Baggot Street

City: Dublin 2

State: _____

Country: Republic of Ireland Zip: _____

Additional name(s) & address(es) attached? Yes No

4. Application or patent number(s):

This document is being filed together with a new application.

A. Patent Application No.(s)

10/442,763; 11/156,927; 29/236,985; 29/236,954;
29/236,938; 29/236,953; 29/236,937; 29/236,956;
29/236,912; 29/236,945; 10/634,945

B. Patent No.(s)

Additional numbers attached? Yes No

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

Name: White & Case LLP

Internal Address: Patent Department

Street Address: 1155 Avenue of the Americas

City: New York

State: New York Zip: 10036

Phone Number: 212-819-8200

Fax Number: 212-354-8113

Email Address: JGenova@whitecase.com

6. Total number of applications and patents involved: 11

7. Total fee (37 CFR 1.21(h) & 3.41) \$ 440

- Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed
 None required (government interest not affecting title)

8. Payment Information

a. Credit Card Last 4 Numbers 2000
Expiration Date 07/06

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:

John M. Genova
Signature

January 3, 2006
Date

John M. Genova, Reg. No. 32,224

Name of Person Signing

Total number of pages including cover sheet, attachments, and documents:

8

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O.Box 1450, Alexandria, V.A. 22313-1450

OP \$440.00 10442763

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

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, PDS Associates, Inc. a Connecticut Corporation (the "Grantor") with principal offices at 60 Backus Avenue, Danbury, CT 06810, hereby grants to The Governor and Company of the Bank of Ireland, as Collateral Agent, with principal offices at Bank of Ireland Corporate Banking, Head Office, B-2, Lower Baggot Street, Dublin 2, Republic of Ireland, (the "Grantee"), a continuing security interest in (i) all of the Grantor's rights, title and interest in, to and under the United States patents (the "Patents") set forth on Schedule A attached hereto, in each case together with (ii) all Proceeds (as such term is defined in the Guaranty and Collateral Agreement referred to below) and products of the Patents, and (iii) all causes of action arising prior to or after the date hereof for infringement of any of the Patents 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 Guaranty and Collateral Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of December __, 2005 (as amended, modified, restated and/or supplemented from time to time, the "Guaranty and Collateral Agreement").

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Guaranty and Collateral Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Guaranty and Collateral 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 Guaranty and Collateral Agreement, the provisions of the Guaranty and Collateral Agreement shall govern.

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

DEC. 20. 2005 11:39AM

WATERWORKS-DANBURY

NO. 1287 P. 8

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the 20 day of December, 2005.

FDS ASSOCIATES, INC., Grantor

By Laura Emilio
Name: Laura Emilio
Title: Chief Financial Officer

NEW YORK 819724 (28)

Grant of Security Interest in Patents

THE GOVERNOR AND COMPANY OF THE
BANK OF IRELAND, as Collateral Agent and
Grantee

By Ross A. Catlin
Name: Ross A. Catlin
Title: Director

By Mark McGoldrick
Name: Mark McGoldrick
Title: Managing Director

Grant of Security Interest in Patents

NEWYORK 3319728 (2X)

PATENT
REEL: 017159 FRAME: 0866

DEC. 20. 2005 11:40AM

WATERWORKS-DANBURY

NO. 1287 P. 10

STATE OF Connecticut
COUNTY OF Fairfield 687

On this 20th day of December, 2005, before me personally came Laura Emilio who, being by me duly sworn, did state as follows: that she is the Chief Financial Officer of PDS Associates, Inc., that she is authorized to execute the foregoing Grant on behalf of said company and that she did so by authority of the Board of Directors of said company.

Michelle L. Burr
Notary Public



NEWYORK SIGN CO

Grant of Security Interest in Patents

STATE OF Connecticut
COUNTY OF Fairfield ^{SS:}

On this 19 day of Dec., 2005 before me personally came Mark McHale
and Rose Catlin who, being by me duly sworn, did state as follows: that [s]he is
Director/Managing Director of The Governor and Company of the Bank of Ireland that [s]he is
authorized to execute the foregoing Grant on behalf of said The Governor and Company of the
Bank of Ireland and that [s]he did so by authority of the Board of Directors of said The Governor
and Company of the Bank of Ireland.

Susan A. Crawford
Notary Public

SUSAN A. CRAWFORD
NOTARY PUBLIC
MY COMMISSION EXPIRES MAR. 31, 2010

Grant of Security Interest in Patents

NEWYORK 5319736 (2R)

PATENT
REEL: 017159 FRAME: 0868

SCHEDULE A

PDS Associates, Inc.

Patents

Utility	10/442763	05-21-2003
Utility Continuation	11/156927	08-05-2003
Design	29/236985	08-24-2005
Design	29/236954	08-24-2005
Design	29/236938	08-24-2005
Design	29/236953	08-24-2005
Design	29/236937	08-24-2005
Design	29/236956	08-24-2005
Design	29/236912	08-24-2005
Design	29/236945	08-24-2005
Non-Provisional/Utility	10/634,945	08-05-2003