

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT
CONVEYING PARTY DATA	
Name	Execution Date
Omega Protein, Inc.	10/19/2006
RECEIVING PARTY DATA	
Name:	Ableco Finance LLC, as agent
Street Address:	450 Park Avenue
City:	New York
State/Country:	NEW YORK
Postal Code:	10022
PROPERTY NUMBERS Total: 4	
Property Type	Number
Application Number:	60176959
Application Number:	09765202
Patent Number:	6190715
PCT Number:	US0042535
CORRESPONDENCE DATA	
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<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
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Correspondent Name:	Daniel Angel, Esq.
Address Line 1:	919 Third Avenue
Address Line 4:	New York, NEW YORK 10022
ATTORNEY DOCKET NUMBER:	014951.0742
NAME OF SUBMITTER:	Daniel Angel, Esq. (014951.0742)

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Total Attachments: 4

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**PATENT
 REEL: 018420 FRAME: 0196**

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ASSIGNMENT FOR SECURITY

PATENTS

WHEREAS, Omega Protein, Inc. (the "Assignor") holds all right, title and interest in the letter patents, design patents and utility patents listed on the annexed Schedule 1A (the "Patents");

WHEREAS, the Assignor has entered into a Security Agreement, dated October 19, 2006 (as amended, restated or otherwise modified from time to time, the "Security Agreement"), in favor of Ableco Finance LLC, as collateral agent for certain agents and lenders (in such capacity, together with any successors and assigns, the "Assignee"); and

WHEREAS, pursuant to the Security Agreement, the Assignor has assigned to the Assignee, and granted to the Assignee for the benefit of the Secured Parties (as such terms are defined in the Security Agreement), a continuing security interest in all right, title and interest of the Assignor in, to and under the Patents and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Obligations (as defined in the Security Agreement).

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor does hereby pledge, convey, sell, assign, transfer and set over unto the Assignee and grants to the Assignee for the benefit of the Secured Parties a continuing security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations.

The Assignor does hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

Remainder of page intentionally left blank; signature page follows.

IN WITNESS WHEREOF, the Grantor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of October 19, 2006.

OMEGA PROTEIN, INC.

By: 

Name: Joseph L. von Rosenberg III

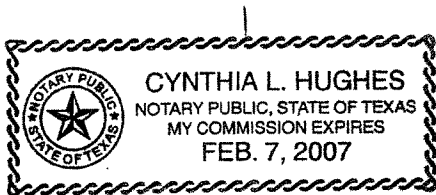
Title: President and Chief Executive Officer

STATE OF Texas

ss.:

COUNTY OF Harris

On this ____ day of October, 2006, before me personally came Joseph L. von Rosenberg III, to me known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that he is the President and Chief Executive Officer of Omega Protein, Inc., a Virginia corporation, and that he executed the foregoing instrument in the firm name of Omega Protein, Inc., and that he had authority to sign the same, and he acknowledged to me that he executed the same as the act and deed of said firm for the uses and purposes therein mentioned.



Cynthia L. Hughes
Notary Public

SCHEDULE 1A TO ASSIGNMENT FOR SECURITY

Patents and Patent Applications

<u>Country</u>	<u>Title</u>	<u>Patent / App. No.</u>
U.S.	Food composition containing fish oil and a fish oil stabilizing agent	60/176,959
U.S.	Food composition containing fish oil and a fish oil stabilizing agent	09/765,202
U.S.	Method for fractionation, polyunsaturated enhancement, and oxidative reduction of menhaden oil	pending
U.S.	Process for producing edible quality refined fish oil from menhaden, and other similar fish containing omega-3 long chain fatty acids	6,190,715
Canada	Process for producing edible quality refined fish oil from menhaden, and other similar fish containing omega-3 long chain fatty acids	2,392,606
EU	Process for producing edible quality refined fish oil from menhaden, and other similar fish containing omega-3 long chain fatty acids	00992613.0
WIPO	Process for producing edible quality refined fish oil from menhaden, and other similar fish containing omega-3 long chain fatty acids	PCT/US00/42535