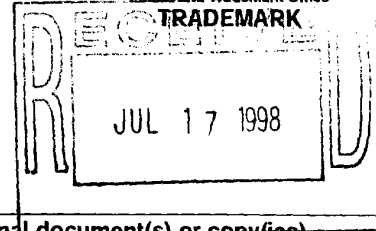


07-22-1998



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New

Resubmission (Non-Recordation)
Document ID # _____

Correction of PTO Error
Reel # _____ Frame # _____

Corrective Document
Reel # _____ Frame # _____

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year

Merger

Change of Name

Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
06 28 98

Name BNY FINANCIAL CORPORATION

Formerly BANK OF NEW YORK COMMERCIAL CORPORATION, THE

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization New York

Receiving Party

Mark if additional names of receiving parties attached

Name BANK OF NEW YORK, THE

DBA/AKA/TA _____

Composed of _____

Address (line 1) 123 Main Street

Address (line 2) _____

Address (line 3) White Plains

New York

10602

City

State/Country

Zip Code

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization New York

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

07/21/1998 JSHBAZZ 00000054 73825018

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

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Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

<input type="text" value="73825018"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Registration Number(s)

<input type="text" value="1606322"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Noah Scooler



July 14, 1998

Name of Person Signing

Signature

Date Signed

ASSIGNMENT OF

TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, AEROTECH WORLD TRADE CORP., a corporation formed under the laws of Delaware ("Borrower"), located at 11 New King Street, White Plains, New York 10604, has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Borrower was obligated to BNY FINANCIAL CORPORATION ("BNYFC"), a successor to THE BANK OF NEW YORK COMMERCIAL CORPORATION ("BNYCC"), 1290 Avenue of the Americas, New York, New York 10104, pursuant to a certain Trademark Collateral Security Agreement, dated June 13, 1995, made by Borrower in favor of BNYCC (the "Trademark Security Agreement"); and

WHEREAS, pursuant to the Trademark Security Agreement, Borrower granted BNYCC a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor, which security interest was recorded in the United States Patent and Trademark Office on July 11, 1995, at Reel 1371, Frame 0440; and

WHEREAS, BNYFC has assigned all of its right, title and interest in and to the Trademark Security Agreement to THE BANK OF NEW YORK ("BNY"), located at 123 Main Street, White Plains, New York 10602;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, BNYFC does hereby assign unto BNY all of its right, title and interest in the security interest in and to the Marks granted to BNYCC by Borrower, together with the goodwill of the Borrower's business symbolized by the Marks and registrations and applications therefor, and all proceeds, substitutions and replacements thereof (the "Assigned Marks").

Dated: New York, New York
June 26, 1998

BNY FINANCIAL CORPORATION
As Successor to THE BANK OF NEW YORK
COMMERCIAL CORPORATION

By: Frank Imperato

Title: _____

STATE OF NEW YORK)
 :
COUNTY OF NEW YORK) ss.:

On this 26th day of June, 1998, before me personally came Frank Imperato, to me known who, being by me duly sworn, did depose and say that he is the Vice President of BNY FINANCIAL CORPORATION, which executed the foregoing instrument; that he signed his name thereto by order of the Board of Directors of said Corporation.

WYNANDA ROSENBERG
NOTARY PUBLIC, State of New York
No. 31-4519486
Qualified in New York County
Commission Expires March 30, 2000

Wynanda Rosenberg
Notary Public

SCHEDULE A

Reg. No. or Application No.	Mark	Reg. or Filing Date
1606322	AERO TECHNOLOGIES AND DESIGN	July 17, 1990
73/825018	AEROTECH	September 13, 1989