



101175018

Tab settings

10-15-99

D

To the Honorable Commissioner of Patents and Trademarks, please return the attached original documents or copy thereof.

1. Name of conveying party(ies):

BIOPLEXUS CORPORATION



Name and address of receiving party(ies):

name: ABLECO FINANCE LLC, as Agent

10-15-1999

U.S. Patent & TMO/TM Mail Rpt Dt. #26

Internal Address:

Street Address: 450 PARK AVENUE

City: NEW YORK State: NY ZIP: 10022

- Individual(s)
- General Partnership
- Corporation-State NEVADA
- Other

- Association
- Limited Partnership

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other DELAWARE LIMITED LIABILITY COMPANY

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 09011999

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

SEE ATTACHED SCHEDULE

B. Trademark Registration No.(s)

NONE

Additional numbers Yes No

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

Name: JOSHUA R. BRESSLER

Internal Address: SCHULTE ROTH & ZABEL LLP

Street Address: 900 THIRD AVENUE

City: NEW YORK State: NY ZIP: 10022

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

SCHULTE ROTH & ZABEL LLP - 500675

10/20/1999 MTRH11 00000092 500675 75453730

DO NOT USE THIS SPACE

01 FC:401 40.00 CH

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.

JOSHUA R. BRESSLER

Name of Person Signing

[Handwritten Signature]

Signature

OCTOBER 14, 1999

Date

Total number of pages including cover sheet, attachments, and

6

TRADEMARK

BIOPLEXUS CORPORATION

TRADEMARK	REG. NO. (SERIAL NO.)
SEPTUM	(75/453,730)
BIOPLEXUS	(75/005,697)
BIOSIL	(75/005,698)
BIOSIL	(74/487,792)
BIOPLEXUS	(74/487,791)

ASSIGNMENT FOR SECURITY(TRADEMARKS)

WHEREAS, BIOPLEXUS CORPORATION (the "Assignor") has adopted, used and is using the trademarks and service marks listed on the annexed Schedule 1A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Assignor has entered into a Security Agreement, dated as of September 1, 1999 (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement"), in favor of ABLECO FINANCE LLC, as Administrative Agent on behalf of the Lenders (as defined in the Security Agreement) (the "Assignee");

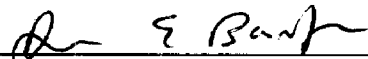
WHEREAS, pursuant to the Security Agreement, the Assignor has assigned to the Assignee and granted to the Assignee a security interest in all right, title and interest of the Assignor in, to and under the Trademarks together with the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of past, present or future infringements and other 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 convey, sell, assign, transfer and set over unto the Assignee and grants to the Assignee a 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.

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of SEPTEMBER 1, 1999.

BIOPLEXUS CORPORATION

By: 
 Name: DAVID G. BAMBERG
 Title: SECRETARY

STATE OF NEW YORK

ss.:

COUNTY OF NEW YORK

On this 1 day of SEPTEMBER, 1999, before me personally came DAVIDE BAMBAGNERI 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 SECRETARY of BIOPLEXUS CORPORATION, a NEVADA corporation, and that he executed the foregoing instrument in the firm name of such corporation, 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.

Elaine Gerace

ELAINE GERACE
Notary Public, State of New York
No. 01GE4996717
Qualified in Queens County
Commission Expires May 18, 192000

SCHEDULE 1A TO ASSIGNMENT FOR SECURITY

(TRADEMARK REGISTRATIONS AND APPLICATIONS)

SCHULTE ROTH & ZABEL LLP

900 THIRD AVENUE
NEW YORK, N.Y. 10022
(212) 756-2000

FAX: (212) 593-5955
E-MAIL: wwwmail@srz.com
WEB: <http://www.srz.com>

FLORIDA OFFICE
ESPERANTÉ
SUITE 950
222 LAKEVIEW AVENUE
WEST PALM BEACH, FLORIDA 33401
(561) 659-9800

ROBERT M. ABRAHAMS
KIM E. BAPTISTE
STEPHANIE R. BRESLOW
DAVID M. BRODSKY
MARK E. BROSSMAN
MARK A. BROUDE
BROOKS R. BURDETTE
BRUCE S. CYBUL
HARRY S. DAVIS
BONNIE L. DIXON
EDWARD G. EISERT
HOWARD B. EPSTEIN
MICHAEL J. FEINMAN
MICHAEL S. FELDBERG
NANCY R. FINKELSTEIN
STEVEN J. FREDMAN
STUART D. FREEDMAN
CONNIE M. FRIESEN
SUSAN C. FRUNZI

KENNETH S. GERSTEIN
ALAN R. GLICKMAN
HOWARD O. GODNICK
LAWRENCE S. GOLDBERG
FRED R. GREEN
MARCY RESSLER HARRIS
DANIEL J. KRAMER
BURTON LEHMAN
JEFFREY A. LENOBEL
MICHAEL R. LITTENBERG
ISAAC B. LUSTGARTEN
MICHAEL C. MULITZ
ROBERT S. NASH
PETER A. NUSSBAUM
JAMES M. PECK
MARTIN L. PERSCHETZ
GREGORY P. PRESSMAN
FREDERIC L. RAGUCCI
RONALD E. RICHMAN

KURT F. ROSELL
ROBERT ROSENBERG
PAUL N. ROTH
WILLIAM A. RUSKIN
JEFFREY S. SABIN
BETTY SANTANGELO
FREDERICK P. SCHAFER
STEPHEN J. SCHULTE
DANIEL S. SHAPIRO
HOWARD F. SHARFSTEIN
IRWIN J. SUGARMAN
SHLOMO C. TWERSKI
JANET C. WALDEN
ALAN S. WALDENBERG
PAUL N. WATTERSON, JR.
PAUL E. WEBER
MARC WEINGARTEN
ANDRE WEISS
WILLIAM D. ZABEL

WRITER'S DIRECT NUMBER:
(212) 756-2002

WRITER'S E-MAIL ADDRESS:
joshua.bressler@srz.com



10-15-1999

October 15, 1999

U.S. Patent & TMOfc/TM Mail Rcpt Dt. #26

BY HAND

Commissioner of Patents and Trademarks
Box Assignments
Washington, DC 20231

Re: Recordation of
Assignment for Security (Trademarks)
Our ref.: Ableco/Bioplexus Corporation - 014951/0166

Dear Sir or Madam:

Please record the above-referenced document against the U.S. trademark filings identified in the accompanying Document Cover Sheet.

We authorize the deduction from Schulte Roth & Zabel LLP's Deposit Account No. 500675 of \$40.00, plus any deficiencies therein, to cover recordation fees, and we enclose an extra copy of the Document Cover Sheet for this purpose.

We also enclose an additional copy of this letter, which we request that you date stamp and return to the person submitting the document so that we may have a record of your receipt of this filing.

Cordially,

Joshua R. Bressler

Enclosures

cc: Joanne Rosello

TRADEMARK FEE PROCESS.
RECEIVED
1999 OCT 15 P 3:31
US PATENT &
TRADEMARK OFFICE

BIOPLEXUS CORPORATION

TRADEMARK	REG. NO. (SERIAL NO.)
SEPTUM	(75/453,730)

BIOPLEXUS CORPORATION

TRADEMARK	REG. NO. (SERIAL NO.)
SEPTUM	(75/453,730)