



101292154

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To the Honorable Commissioner of Patent.

... and enclosed original documents or copy thereof.

1. Name of conveying party(ies):
 Geo-Con, Inc.
 4075 Monroeville Boulevard, Suite 400
 Corporate Building II
 Monroeville, PA 15146

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State: PA
 Other _____

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

2. Name and address of receiving party(ies):
 Name: LaSalle Business Credit, Inc., as Agent
 Internal Address: _____
 Street Address: 135 South LaSalle Street
 City: Chicago State: IL ZIP: 60603

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State DE
 Other _____

3. Nature of conveyances:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: February 24, 2000

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No
 (Designations must be a separate document from Assignment)
 Additional Name(s) & address(es) attached? Yes No

4. Application Number(s) or registration number(s):
 A. Trademark Application.(s)
SEE ATTACHED SCHEDULE A

Additional numbers attached? Yes No

B. Trademark registration No.(s)
SEE ATTACHED SCHEDULE A

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Federal Research Corporation
 Internal Address: _____

 Street Address: 400 Seventh Avenue, N.W., Suite 101

 City: Washington State: DC ZIP: 20004

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41): \$ 65.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

 (Attach duplicate copy of this page if paying by deposit account)

03/15/2000 DCURTIS 00000140 75529718
 #1 FC:481 / 40.00 DP
 #2 FC:482 / 25.00 DP

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

Daphne E. Schmitt [Signature] February 28, 2000
 Name of Person Signing Signature Date

Total number of pages including coversheet, attachments and document: 4

Mail documents to be recorded with required coversheet information to:
 Commissioner of Patents & Trademarks, Box Assignments
 Washington, D.C. 20231

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated February ²⁷, 2000, by and between Geo-Con, Inc. and LaSalle Business Credit, Inc., as Agent.

<u>REG. NO. OR</u> <u>APPLICATION NO.</u>	<u>REG. OR</u> <u>FILING DATE</u>	<u>MARK</u>
75/529,718	7/31/98	VERT
75/529,706	7/31/98	HYDRAMECH

TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, Geo-Con, Inc., a corporation formed under the laws of Pennsylvania, located at 4075 Monroeville Boulevard, Suite 400, Corporate Building II, Monroeville, Pennsylvania, 15146 ("Mortgagor"), owns the trademarks and trademark applications shown in the attached Schedule A (the "Trademarks"), for which there are recordings or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Mortgagor is obligated to Agent and Lenders (each term as hereinafter defined) pursuant to that certain (i) an Amended and Restated Loan and Security Agreement, dated the date hereof, among LaSalle Business Credit, Inc. ("LaSalle"), each of the other financial institutions named therein or which from time to time become a party thereto (LaSalle and such other financial institutions each individually, a "Lender" and collectively, "Lenders"), LaSalle as agent for Lenders (LaSalle in such capacity, "Agent"), various other credit parties and Mortgagor; and (ii) Patent, Trademark and License Mortgage, dated the date hereof, made by Mortgagor in favor of Agent, for its benefit and for the ratable benefit of Lenders, (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

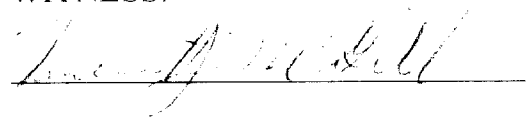
WHEREAS, pursuant to the Agreements, Mortgagor is granting to Agent, for its benefit and for the ratable benefit of Lenders, a security interest in the Trademarks, the goodwill of the business symbolized by the Trademarks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Mortgagor does hereby assign unto Agent and grant to Agent, for its benefit and for the ratable benefit of Lenders, a security interest in and to the Trademarks, the goodwill of the business symbolized by the Trademarks, and the registrations and applications therefor, which assignment and security interest shall secure all the Liabilities as defined in the Agreements and in accordance with the terms and provisions thereof.

Mortgagor expressly acknowledges and affirms that the rights and remedies of Lenders and Agent with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: New York, New York
February 24th, 2000

WITNESS:



GEO-CON, INC.

By: 

Name: Robert J. Reale
Its: Vice-President

WITNESS:



LASALLE BUSINESS CREDIT, INC., as Agent

By: 


Name: Michael Richmond
Its: SVP

STATE OF NEW YORK)

: ss.:

COUNTY OF NEW YORK)

On this 24 day of February __, 2000, before me personally came Robert S. Reake, to me known, who, being by me duly sworn, did depose and say that he is the VP of Geo-Con, Inc., the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by order of the board of directors of said corporation.



Notary Public

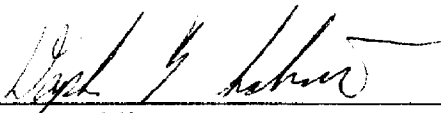
DAPHNE E. SCHMITT
Notary Public, State of New York
No. 5008515
Qualified in Onondaga County
My Commission Expires February 22, ~~199~~ 2001

STATE OF NEW YORK)

: ss.:

COUNTY OF NEW YORK)

On this 24 day of February, 2000, before me personally came Michael Richmond to me known, who, being by me duly sworn, did depose and say that he is the SVP of LaSalle Business Credit, Inc., the corporation described in and which executed the foregoing instrument; and that he was authorized to sign his name thereto on behalf of said corporation.



Notary Public

DAPHNE E. SCHMITT
Notary Public, State of New York
No. 5008515
Qualified in Onondaga County
My Commission Expires February 22, ~~199~~ 2001