

RE

07-19-2001

Docket No.:

014951/0279

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To the Honorable Commissioner of Patents

Send original documents or copy thereof.

1. Name of conveying party(ies):

ARTHUR D. LITTLE ENTERPRISES, INC.

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

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

3. Nature of conveyance:

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

Execution Date: JUNE 11, 2001

2. Name and address of receiving party(ies):

Name: ABLECO FINANCE LLC, As Agent

Internal Address:

Street Address: 450 PARK AVENUE

City: NEW YORK State: NY ZIP: 10022

- Individual(s) citizenship JUL 10
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other DELAWARE LIMITED LIABILITY CO.

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

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

A. Trademark Application No.(s)

NONE

B. Trademark Registration No.(s)

1,991,166 1,498,876

Additional numbers

Yes  No

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

Name: PAUL A. JUERGENSEN

Internal Address: SCHULTE ROTH & ZABEL LLP

Street Address: 919 THIRD AVENUE

City: NEW YORK State: NY ZIP: 10022

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:

SCHULTE ROTH & ZABEL LLP - 500675

07/19/2001 AMHE1 0000026 500675 1991166

DO NOT USE THIS SPACE

01 FC:481 40.00 CH  
02 FC:482 25.00 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.

PAUL A. JUERGENSEN

Name of Person Signing

Signature

JULY 10, 2001

Date

Total number of pages including cover sheet, attachments, and

5

TRADEMARK

REEL: 002330 FRAME: 0785

ASSIGNMENT FOR SECURITY

(TRADEMARKS)

WHEREAS, ARTHUR D. LITTLE ENTERPRISES, INC. (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 June 11, 2001 (the "Security Agreement") in favor of ABLECO FINANCE LLC, as agent for certain lenders (the "Assignee");

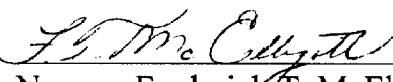
WHEREAS, pursuant to the Security Agreement, the Assignor has pledged and assigned to the Assignee and granted to the Assignee for the benefit of the lenders a continuing security interest in all right, title and interest of the Assignor in, to and under the Trademarks together with, among other things, 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 infringement 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, receipt of which is hereby acknowledged, the Assignor does hereby pledge and assign unto the Assignee and grant to the Assignee for the benefit of the lenders 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.

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of June 11, 2001.

ARTHUR D. LITTLE ENTERPRISES, INC.

By:   
Name: Frederick T. McElligott  
Title: Treasurer

STATE OF NEW YORK

SS.:

COUNTY OF NEW YORK

On this 8<sup>th</sup> day of June, 2001, before me personally came Frederick T. Mc Elligott, 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 Treasurer of Arthur D. Little Enterprises, Inc., a Massachusetts corporation, and that he executed the foregoing instrument in the firm name of Arthur D. Little Enterprises, 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.

Denise Maria Mc Dermott

DENISE MARIA McDERMOTT  
Notary Public, State of New York  
No. 01MC5018503  
Qualified in New York County  
Commission Expires Sept. 27, 2001

SCHEDULE 1A TO ASSIGNMENT FOR SECURITY  
(TRADEMARKS AND TRADEMARK APPLICATIONS)

ADL Trademark Schedule

COMMERCIAL ADVANCE	Active	US	1991156	74701778	Arthur D. Little Enterprises, Inc.	Yes
Commercial Advance	Active	Hong Kong	B6084/1997	510/1996	Arthur D. Little Enterprises, Inc.	Yes
Commercial Advance	Active	Taiwan - ROC	737598	85002946	Arthur D. Little Enterprises, Inc.	Yes
Commercial Advance	Active	CA	TMA 495738	824134	Arthur D. Little Enterprises, Inc.	Yes
Commercial Advance	Active	Benelux	586,329	863463	Arthur D. Little Enterprises, Inc.	Yes
Commercial Advance	Active	JP	4042490	2552196	Arthur D. Little Enterprises, Inc.	Yes
Commercial Advance	Active	AU	700640	700640	Arthur D. Little Enterprises, Inc.	Yes
Commercial Advance	Active	MX	566040	252153	Arthur D. Little Enterprises, Inc.	Yes
Commercial Advance	Active	CTM - European	88047	88047	Arthur D. Little Enterprises, Inc.	Yes
Commercial Advance	Active	Korea	372593	96-1336	Arthur D. Little Enterprises, Inc.	Yes
Commercial Advance	Active	AR	1622054	2017440	Arthur D. Little Enterprises, Inc.	Yes
Commercial Advance	Active	CA	TMA 500291	818512	Arthur D. Little Enterprises, Inc.	Yes
Movie Advance	Active	Hong Kong	B9004 of 1999	92031996	Arthur D. Little Enterprises, Inc.	Yes
Movie Advance	Active	Taiwan - ROC	764715	85037590	Arthur D. Little Enterprises, Inc.	Yes
Movie Advance	Active	AU	713536	713536	Arthur D. Little Enterprises, Inc.	Yes
Movie Advance	Active	BR	819427470	819427470	Arthur D. Little Enterprises, Inc.	Yes
Movie Advance	Active	AR	1720193	2045935	Arthur D. Little Enterprises, Inc.	Yes
Movie Advance	Active	CTM - European	000298752	298752	Arthur D. Little Enterprises, Inc.	Yes
Movie Advance	Active	Korea	390260	96-33100	Arthur D. Little Enterprises, Inc.	Yes
Movie Advance	Active	MX	557122	269085	Arthur D. Little Enterprises, Inc.	Yes
EXTAX	Active	US	1498876	73649308	Arthur D. Little Valuation, Inc.	Yes