

12-23-2002



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Form PTO-1594  
1-31-92

ET

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

12.18.02

1. Name of conveying party(ies):  
 Syva Company

Individuals  Association  
 General Partnership  Limited Partnership

Corporation - Delaware  
 Other

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

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

Name: Deutsche Bank AG

Internal Address:

Street Address: 31 West 52<sup>nd</sup> Street

City: New York State: NY Zip Code: 10019

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation \_\_\_\_\_  
 Other Collateral Agent

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

3. Nature of conveyance:

Assignment  Merger  
 Security Interest  Change of Name  
 Other

Execution Date: October 3, 2002

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

A. Trademark Application No.(s)

Trademark Registration No.(s)

2602378	1765835	1281984
1965491	1704137	1212244
1965374	1548087	927602
1836538	1536203	957376
1864604	1521653	963319
1909771	1410303	929247
1854426	1413871	1435387
1761310	1393844	

Additional numbers attached?  Yes  No

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

Name: Helen Bruno, Senior Legal Assistant

Internal Address: White & Case LLP

Street Address: 1155 Avenue of the Americas

City: New York State: New York ZIP: 10036

6. Total number of applications and registrations involved: 23

7. Total fee (37 CFR 3.41): ..... \$ 590.00

Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
23-1705 (in case of deficiency)

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

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.*

Helen Bruno  
 Name of Person Signing

[Signature]  
 Signature

December 18, 2002  
 Date

Total number of pages comprising cover sheet: 40.00

OMB No. 0651-0011 (exp. 4/94)

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Mail documents to be recorded with required cover sheet information to:  
**Commissioner of Patents and Trademarks**  
**Box Assignments**  
**Washington, D.C. 20231**

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TRADEMARK  
 REEL: 002637 FRAME: 0788

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 TRADEMARK SECTION  
 12/23/2002 7:26  
 01 FC:852  
 02 FC:852  
 00000057 2602378  
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**GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Syva Company, a Delaware Corporation (the "Grantor") with principal offices at 1717 Deerfield Road, Deerfield, Illinois 60015-0778, hereby grants to Deutsche Bank AG, New York Branch, as Collateral Agent, with principal offices at 31 West 52<sup>nd</sup> Street, New York, NY 10019, (the "Grantee"), a security interest in (i) all of the Grantor's right, title and interest in and to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the Security Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of October 3, 2002 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"). Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Grantee shall execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Marks acquired under this Grant.


This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

**[Remainder of this page intentionally left blank; signature page follows]**

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the

3<sup>rd</sup> day of October, 2002.

SYVA COMPANY, as Grantor

By   
Name: Louise Pearson  
Title: Secretary

DEUTSCHE BANK AG, NEW YORK BRANCH,  
as Collateral Agent and Grantee

By \_\_\_\_\_  
Name: Mary Kay Coyle  
Title: Managing Director

By \_\_\_\_\_  
Name:  
Title:

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

On this 3<sup>rd</sup> day of October, 2002, before me personally came Louise Pearson who, being by me duly sworn, did state as follows: that she is Secretary of Syva Company, that she is authorized to execute the foregoing Grant on behalf of said Corporation and that she did so by authority of the Board of Directors of said Corporation.

Christina Soriano  
Notary Public

CHRISTINA SORIANO  
Notary Public, State of New York  
No. 01SO6001349  
Qualified in Kings County  
Certificate Filed in New York County  
Commission Expires Jan. 12, 2006

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the

3<sup>rd</sup> day of October, 2002.

SYVA COMPANY, as Grantor

By \_\_\_\_\_  
Name: Louise Pearson  
Title: Secretary

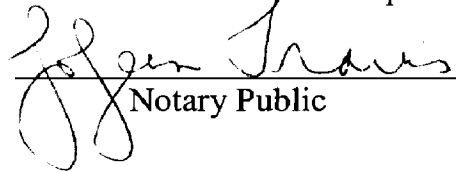
DEUTSCHE BANK AG, NEW YORK BRANCH,  
as Collateral Agent and Grantee

By Mary Kay Coyle  
Name: Mary Kay Coyle  
Title: Managing Director

By Gina Thompson  
Name:  
Title: **Gina Thompson  
Director**

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

On this 15<sup>th</sup> day of October, 2002, before me personally came Mary Kay Coyle who, being by me duly sworn, did state as follows: that she is a Managing Director of Deutsche Bank AG, New York Branch, that she is authorized to execute the foregoing Grant on behalf of said Corporation and that she did so by authority of the Board of Directors of said Corporation.

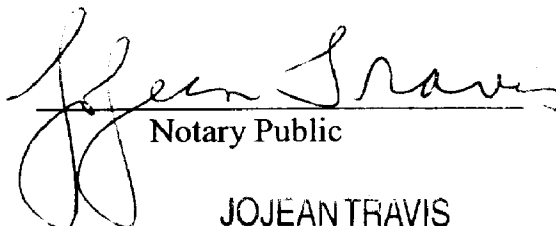
  
\_\_\_\_\_  
Notary Public

JOJEAN TRAVIS  
Registration No. 01TR5013241  
New York County  
July 15, 2003

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

On this 15<sup>th</sup> day of October, 2002, before me personally came GINA THOMPSON

who, being by me duly sworn, did state as follows: that [s]he is a DIRECTOR  
of Deutsche Bank Ag, New York Branch, that [s]he is authorized to execute the foregoing Grant  
on behalf of said Corporation and that [s]he did so by authority of the Board of Directors of said  
Corporation.

  
Notary Public

JOJEAN TRAVIS  
Registration No. 01TR5013241  
New York County  
July 15, 2003

## Registered Trademarks

Mark	Country	Reg. No.	Reg. Date
SYVA	U.S.	2,602,378	7/30/02
D.A.U.	U.S.	1,965,491	4/2/96
D.A.U.	U.S.	1,965,374	4/2/96
SYVA	U.S.	1,836,538	5/17/94
SYVA	U.S.	1,864,604	11/29/94
SYVA	U.S.	1,909,771	8/8/95
MICROTRAK	U.S.	1,854,426	9/20/94
SYVA	U.S.	1,761,310	3/30/93
SYVA	U.S.	1,765,835	4/20/93
SYVA EDMS	U.S.	1,704,137	7/28/92
SYVA	U.S.	1,548,087	7/18/89
VISTA	U.S.	1,536,203	4/25/89
ETS	U.S.	1,521,653	1/24/89
QST	U.S.	1,410,303	9/23/86
QST	U.S.	1,413,871	10/21/86
ACCULEVEL	U.S.	1,393,844	5/20/86
MICROTRAK	U.S.	1,281,984	6/19/84
ADVANCE	U.S.	1,212,244	10/12/82
SYVA	U.S.	0,927,602	1/25/72
EMIT	U.S.	0,957,376	4/17/73
EMIT	U.S.	0,963,319	7/10/73
SYVA	U.S.	0,929,247	2/15/72
ACCULEVEL	U.S.	1,435,387	4/7/87