

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Power Medical Interventions, Inc.		03/30/2007	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	The Bank of New York
Street Address:	101 Barclay Street, 8W
City:	New York
State/Country:	NEW YORK
Postal Code:	10286
Entity Type:	CORPORATION: NEW YORK

**PROPERTY NUMBERS Total: 7**

Property Type	Number	Word Mark
Registration Number:	2727454	SURGASSIST
Registration Number:	2629207	POWER MEDICAL INTERVENTIONS
Registration Number:	3068520	
Registration Number:	2599791	DIGITAL LOADING UNIT
Registration Number:	3102391	THE ULTIMATE MEDICAL TECHNOLOGY
Serial Number:	77073035	INTELLIGENT SURGICAL INSTRUMENTS
Serial Number:	77091365	INTELLIGENT SURGICAL DEVICES

**CORRESPONDENCE DATA**

Fax Number: (671)832-7000  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 617.832.1000  
 Email: aweiss@foleyhoag.com  
 Correspondent Name: Aaron Weiss, Esq., Foley Hoag LLP  
 Address Line 1: 155 Seaport Boulevard  
 Address Line 4: Boston, MASSACHUSETTS 02210

CH \$190.00 2727454

ATTORNEY DOCKET NUMBER:	24885-8
NAME OF SUBMITTER:	Linda Casey, Senior Trademark Paralegal
Signature:	/Linda Casey/
Date:	03/30/2007
Total Attachments: 3 source=securityinterest#page1.tif source=securityinterest#page2.tif source=securityinterest#page3.tif	

## SECURITY INTEREST

This document is entered into by and between Power Medical Interventions, Inc. (“Debtor”) a Delaware corporation with an address at 2021 Cabot Boulevard West, Langhorne, PA 19047 and The Bank of New York (“Secured Party”), a New York banking corporation corporation with an address at 101 Barclay Street, 8W, New York, New York 10286.

**WHEREAS**, Debtor has adapted, used and registered the marks (the “Marks”) set forth herein as Exhibit A below in the United States;

**WHEREAS**, Debtor and Secured Party have executed and delivered a certain Security Agreement dated March 30, 2007 (the “Agreement”) whereby the Debtor granted to the Secured Party a security interest in certain assets (the “Collateral”), including a security interest in the Marks effective as of March 30, 2007; and

**WHEREAS**, Debtor and Secured Party now desire to confirm and memorialize the security interest in the Marks for purposes of recording the security interest with the U.S. Patent and Trademark Office and perfecting the security interest;

**NOW, THEREFORE**, in consideration of the foregoing and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged;

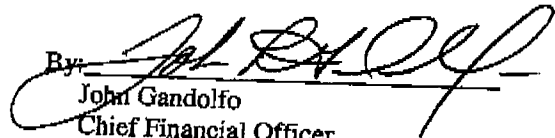
Debtor hereby confirms Debtor’s grant of a security interest to Secured Party in the following Collateral, including the Marks together with (i) all trademarks, rights and interests in trademarks, trade names, corporate names, company names, business names, fictitious business names, trade styles, trade dress, service marks, logos, other business identifiers, prints and labels on which any of the foregoing have appeared or appear, all registrations and recordings thereof, designs and general intangibles of a similar nature and all applications in connection therewith anywhere in the world, (ii) all reissues, extensions, continuations (in whole or in part) and renewals of any of the foregoing, (iii) all income, royalties, damages and payments now or hereafter due and/or payable under any of the foregoing or with respect to any of the foregoing, including, without limitation, damages or payments for past or future infringements of any of the foregoing, (iv) the right to sue for past, present and future infringements of any of the foregoing, and (v) all rights corresponding to any of the foregoing throughout the world and all goodwill associated therewith in each case.

[THIS SECURITY INTEREST MAY BE EXECUTED IN COUNTERPARTS]

Debtor:

**POWER MEDICAL INTERVENTIONS, INC.**

Date: 3/30/07

By:   
John Gandolfo  
Chief Financial Officer

Secured Party:

**THE BANK OF NEW YORK**

Date: 3/30/07

By:   
Name: **BEATA HRYNIEWICKA**  
Title: **ASSISTANT VICE PRESIDENT**

*Signature Page to Security Interest in Trademarks*

**Exhibit A**

<b><u>Mark</u></b>	<b><u>App./ Reg. No.</u></b>
SURGASSIST	2,727,454
POWER MEDICAL INTERVENTIONS	2,629,207
design	3,068,520
DIGITAL LOADING UNIT	2,599,791
THE ULTIMATE MEDICAL TECHNOLOGY	3,102,391
ENABLING SURGERY THROUGH DIGITAL TECHNOLOGY	76/387,695 - Abandoned
POWER EXTENDER STRAIGHT	78/703,698 - Abandoned
I GOT THE POWER	78/439,284 - Abandoned
POWER SURGICAL STAPLERS	78/439,297 - Abandoned
POWER LINEAR CUTTER	78/439,353 - Abandoned
POWER CIRCULAR STAPLER	78/439,359 - Abandoned
POWER PORT	78/297,960 - Abandoned
POWER FLEX SHAFT EXTENDER STRAIGHT	78/439,367 - Abandoned
Miscellaneous Design	76/175,669 - Abandoned
INTELLIGENT SURGICAL INSTRUMENTS	77/073,035
INTELLIGENT SURGICAL DEVICES	77/091,365