

03-05-2001



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FEB 20 2001

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

2.20.01

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies)

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Correction Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
 02 02 2001

Name CSL Lighting Manufacturing, Inc.

Formerly

75394127

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name Troy-CSL Lighting, Inc.

DBA/AKA/TA

Composed of

Address (line 1) 106 Pierces Road

Address (line 2)

Address (line 3) Newburgh

City

New York

State/County

Limited Partnership

12550

Zip Code

- Individual General Partnership
- Corporation Association
- Other

Citizenship/State of Incorporation/Organization New York

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

03/02/2001 DRYRNE 00000064 75394127

01 FC:481
02 FC:482

40.00 DP
675.00 DP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.
Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002243 FRAME: 0791

Domestic Representative Name and Address

Enter for the first Receiving
Party

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document
including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Mark if additional numbers attached

Trademark Application Number(s)			Registration Number(s)		
<input type="text" value="75394127"/>	<input type="text" value="74703888"/>	<input type="text"/>	<input type="text" value="2157986"/>	<input type="text" value="1655320"/>	<input type="text" value="1849852"/>
<input type="text" value="75640025"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1837822"/>	<input type="text" value="1847656"/>	<input type="text" value="1505730"/>
<input type="text" value="75614383"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1854582"/>	<input type="text" value="2238459"/>	<input type="text" value="2238458"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed Deposit Account

(Enter for payment by deposit account or if additional fees can be changed to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes No

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. Charges to deposit account are authorized, as indicated herein.

Carl Van Demark
Name of Person Signing


Signature

02-14-01
Date

**RECORDATION FORM COVER
SHEET
CONTINUATION
TRADEMARKS ONLY**

Conveying Party

Mark if additional names of conveying parties attached

Enter Additional Conveying Party

Name

Execution Date
Month Day Year

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Enter Additional Receiving Party

Name

DBA/AKA/TA

Composed of

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Address (line 2)

Address (line 3)

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Zip Code
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Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number

Registration Number

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1939250	1837823	1924568
1505729	1853587	2041523
1972113	2280585	2236603
1569519	2236604	<input type="text"/>
1541424	1839101	<input type="text"/>
1841775	1856450	<input type="text"/>

ASSIGNMENT OF TRADEMARKS

WHEREAS, CSL LIGHTING MANUFACTURING, INC., a Delaware corporation, having its principal place of business at 14625 Clark Avenue, City of Industry, California 91745 (the "Seller") is the sole and exclusive owner of record of the names "Alta," "Artlite," "Bain De Sorbe," "CSL," "Dink," "Echo 21," "Intimacee," "Invizilite," "Libra," "Micro Trac," "Millennium," "Minatura," "Mitelite," "Nova Star," "Optica," "Pictura," "Retro Lite," "Similights," "Scrobe," "Stonehenge," "Sure-Task 1," "Tableau," "Tiny Track," "Tiny Tube," "Toccata," "Valco," "Venturi" and "Versailles" including without limitation those trademarks, trademark registrations and trademark applications therefor listed on Exhibit A annexed hereto (collectively, the "Trademarks") and the goodwill appurtenant thereto; and

WHEREAS, TROY-CSL LIGHTING, INC., a New York corporation, having its executive offices at 106 Pierces Road, Newburgh, New York 12550 (the "Buyer") desires to acquire the Trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Seller does hereby sell, assign and transfer unto the Buyer and the Buyer does hereby purchase from the Seller all of the Seller's entire right, title and interest throughout the world, under any federal or state law or regulation, under common law or otherwise in and to the Trademarks together with the goodwill appurtenant thereto and to the business in connection with which the Trademarks are used (including without limitation the registrations thereof and applications therefor which are listed on Exhibit A annexed hereto and the related goodwill) and the Seller's right, title and interest in and to any and all claims and demands it may have either at law or in equity arising out of past, present or future infringement or use of the foregoing.

The Seller hereby authorizes appropriate officials to record this instrument and to record the Buyer as the new owner of the Trademarks. This Assignment is being executed and delivered pursuant to and is subject to the terms and provisions of the Asset Purchase Agreement among Buyer, Seller and Troy Lighting, Inc. of even date herewith.

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, the Seller has caused this assignment to be duly executed this 2nd day of February, 2001.

CLS LIGHTING MANUFACTURING, INC.

Max Munn

By: _____
Name: *MAX MUNN*
Title: *CEO*

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

February 2, 2001

Before me, the undersigned officer, personally appeared MAX MUNN, the CEO of CSL Lighting Manufacturing, Inc., known to me or satisfactorily proven to be the individual who subscribed to the foregoing instrument, and who acknowledged to me that he signed said instrument as his free act and deed and the free act and deed of the corporation.

IN WITNESS WHEREOF, I hereunto set my hand.

Name: *Joan B York*

My Commission Expires:

JOAN B. YORK
Notary Public
State of New York
No. 01YO6015663
Qual. In Westchester
Commission Expires Nov. 2, 2002

EXHIBIT A

Registrations

<u>Trademark</u>	<u>Country</u>	<u>Number</u>	<u>Date</u>
ALTA	United States	2,157,986	May 19, 1998
ARTLITE	United States	1,837,822	May 31, 1994
BAIN DE SORBE	United States	1,854,582	September 20 1994
CSL	United States	1,655,320	September 3, 1991
DINK	United States	1,847,656	August 2, 1994
ECHO 21	United States	2,238,459	April 13, 1999
INTIMACEE	United States	1,849,852	August 16, 1994
INVIZILITE	United States	1,505,730	September 27, 1988
LIBRA	United States	2,238,458	April 13 1999
MICRO TRAC	United States	1,939,250	December 5, 1995
MINATURA	United States	1,505,729	September 27, 1988
MITELITE	United States	1,972,113	May 7, 1996
NOVA STAR	United States	1,569,519	December 5, 1989
		(Abandoned)	
PICTURA	United States	1,541,424	May 30, 1989
RETRO LITE	United States	1,841,775	June 28, 1994
SIMILIGHTS	United States	1,837,823	May 31, 1994
SCRBE	United States	1,853,587	September 13, 1994
STONEHENGE	United States	2,280,585	September 28, 1999
SURE-TASK 1	United States	2,236,604	April 6, 1999
TINY TRACK	United States	1,839,101	June 7, 1994
TINY TUBE	United States	1,856,450	September 27, 1994
TOCCATA	United States	1,924,568	October 3, 1995
VENTURI	United States	2,041,523	February 25, 1997
VERSAILLES	United States	2,236,603	April 6, 1999

Applications

<u>Trademark</u>	<u>Country</u>	<u>Number</u>	<u>Date</u>
MILLENNIUM	United States	75/394,127 (Abandoned)	November 21, 1997
OPTICA	United States	75/640,025	February 12, 1999
TABLEAU	United States	75/614,383	December 31, 1998
VALCO	United States	74/703,888 (Abandoned)	July 21, 1995