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07-02-2002

Docket No.:

013568.046



102142394

Tab settings

To the Honorable Commissioner of Patents

and the attached original documents or copy thereof.

1. Name of conveying party(ies):

Chem-Nuclear Systems, L.L.C.

06/25/02

FINANCE

- Individual(s)
- General Partnership
- Corporation-State
- Other Delaware Limited Liability Company

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

3. Nature of conveyance:

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

Execution Date: June 7, 2002

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

Name: Wachovia Bank, National Association

Internal Address: Fourth Floor

Street Address: 301 S. College Street

City: Charlotte State: NC ZIP: 28288

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

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)

B. Trademark Registration No.(s)

1,755,719	1,472,639
1,472,643	1,365,620
1,472,640	1,205,743

Additional numbers Yes No

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

Name: Karl S. Sawyer, Jr.

Internal Address: Kennedy Covington Lobdell &

Hickman, LLP

4200 Bank of America Corporate Center

Street Address: 100 N. Tryon St.

City: Charlotte State: NC ZIP: 28202

6. Total number of applications and registrations involved:.....

6

7. Total fee (37 CFR 3.41):.....\$ \$165.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

18-1215

DO NOT USE THIS SPACE

07/01/2002 6TON11 00000246 1755719

01 FC:481
02 FC:482

40.00 OP
125.00 OP

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.

Karl S. Sawyer, Jr.

Name of Person Signing

Karl S. Sawyer, Jr.
Signature

June 25, 2002

Date

7

Total number of pages including cover sheet, attachments, and

TRADEMARK

REEL: 002535 FRAME: 0614

**AMENDED AND RESTATED ASSIGNMENT OF SECURITY INTEREST
IN UNITED STATES PATENTS AND TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, CHEM-NUCLEAR SYSTEMS L.L.C., a Delaware limited liability company (the "Assignor"), having its chief executive office at 10100 Old Columbia Road, Columbia, Maryland 21046, hereby assigns and grants to WACHOVIA BANK, NATIONAL ASSOCIATION(f/k/a FIRST UNION NATIONAL BANK (f/k/a First Union National Bank of Maryland)), a national banking association, as Collateral Agent (the "Assignee"), with offices at 301 South College Street, 4th Floor, Charlotte, North Carolina 28288-0735, a security interest in all of the Assignor's right, title and interest in, to and under the following (all of the following items or types or property being herein collectively referred to as the "Patent and Trademark Collateral"), whether presently existing or hereafter arising or acquired:

(i) each Patent and Patent application of the Assignor, including each Patent and Patent application referred to on Schedule A hereto;

(ii) each Trademark, Trademark registration and Trademark application, and all of the goodwill of the business connected with the use of, and symbolized by, each Trademark, Trademark registration and Trademark application of the Assignor, including each Trademark, Trademark Registration and Trademark Application referred to in Schedule B hereto; and

(iii) all products and proceeds of the foregoing, including any claim by the Assignor against third parties for past, present or future infringement of any Patent, or past, present or future infringement or dilution of any Trademark or Trademark registration, including any Patent or Trademark listed on Schedule A or Schedule B hereto, applicable, or under any Patent or Trademark licensed under any Patent License or Trademark License, including any such License listed on Schedule A or Schedule B hereto, as applicable, or for injury to the goodwill associated with any Trademark, Trademark registration or Trademark License.

THIS ASSIGNMENT shall have an effective date as of June 7th, 2002.

THIS ASSIGNMENT amends and restates that certain Assignment of Security Interest in United States Patents and Trademarks dated June 8, 2000 made by the Assignor in favor of the Assignee.

THIS ASSIGNMENT is granted in conjunction with the security interests granted to the Assignee pursuant to the Second Amended and Restated Security Agreement among the Assignor and the Assignee dated as of June 8, 2000, as amended, supplemented or modified from time to time (the "Security Agreement"). Capitalized terms not otherwise defined herein shall have the meaning assigned thereto in the Security Agreement.

2034413.06
LIB: CH

**TRADEMARK
REEL: 002535 FRAME: 0615**

THIS ASSIGNMENT has been granted in conjunction with the security interest granted to the Assignee under the Security Agreement. The rights and remedies of the Assignee with respect to the security interest granted herein are without prejudice to, and are in addition to those 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 Assignment are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

[SIGNATURE PAGES FOLLOW]

24th day of May, 2002.

CHEM-NUCLEAR SYSTEMS L.L.C.,
as Assignor

By: Craig T. Bartlett
Name: Craig T. Bartlett
Title: V.P. & Treasurer

STATE OF MARYLAND
COUNTY OF HOWARD

The foregoing instrument was acknowledged before me this 24th day of MAY, 2002
by CRAIG T. BARTLETT, as V.P. & TREASURER of CHEM-NUCLEAR
SYSTEMS L.L.C., on behalf of CHEM-NUCLEAR SYSTEMS L.L.C.

[NOTARY SEAL]

Patricia L. Washfield
Notary Public

My commission expires: June 1, 2003

2034413.05
LIB: CH

[Amended and Restated Assignment of Security Interest]

TRADEMARK
REEL: 002535 FRAME: 0617

WACHOVIA BANK, NATIONAL
ASSOCIATION(f/k/a FIRST UNION NATIONAL
BANK (f/k/a First Union National Bank of
Maryland)),

By: *Helen F. Wessling*
Name: Helen F. Wessling
Title: Director

STATE OF PENNSYLVANIA
COUNTY OF PHILADELPHIA

The foregoing instrument was acknowledged before me this 7TH day of JUNE, 2002 by
HELEN F. WESSLING as DIRECTOR of WACHOVIA BANK, NATIONAL ASSOCIATION
a national banking association, on behalf of WACHOVIA BANK, NATIONAL ASSOCIATION.

[NOTARY SEAL]

Joanne G. Kruszewski
Notary Public

My commission expires: _____

NOTARIAL SEAL
JOANNE G. KRUSZEWSKI, Notary
City of Philadelphia, Phila. Co.
My Commission Expires March

NOTARIAL SEAL
JOANNE G. KRUSZEWSKI, Notary Public
City of Philadelphia, Phila. County
My Commission Expires March 4, 2006

2034413.06
LIB: CH

[Amended and Restated Assignment of Security Interest]

TRADEMARK
REEL: 002535 FRAME: 0618

SCHEDULE A

PATENTS AND PATENT APPLICATIONS

<u>PATENT</u>	<u>PATENT NO.</u>	<u>ISSUE DATE</u>
Panel Filter System	5,720,878	02/24/98
Method for Processing Liquid Radioactive Waste	5,585,531	12/17/96
Nuclear Reactor Coolant System Inventory Control System	5,331,674	07/19/94
Quick Installation Non-Bolted Nozzle Dam System	5,325,406	06/28/94
Penetration Plug for Pressure Vessels	5,235,138	08/10/93
Multipurpose Container for Low-Level Radioactive Waste	5,225,114	07/06/93
Manipulator System for an Enclosure with a Limited Access Point	5,164,151	11/17/92
Site Survey Method and Apparatus	5,025,150	06/18/91
Segmented Nozzle Dam	4,957,215	09/18/90

PATENT APPLICATION

APPLICATION NO.

A System and Method for the Removal of
Radioactive Particulate from Liquid Waste

09/537,067

2034413.06
LIB: CH

SCHEDULE B

TRADEMARKS AND TRADEMARK APPLICATIONS

TRADEMARK

REGISTRATION NO.

CHEM-NUCLEAR	1,755,719
ALPS	1,472,643
CHEM-NUCLEAR	1,472,640
CNSI	1,472,639
OSSC	1,365,620
Miscellaneous Design	1,205,743

TRADEMARK APPLICATION

APPLICATION NO.

None.

2034413.06
LIB: CH

TRADEMARK
REEL: 002535 FRAME: 0620

CERTIFICATE OF MAILING BY EXPRESS MAIL (37 CFR 1.10)

Docket No. 13568.046

I hereby certify that the following correspondence is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 in an envelope addressed to: The Assistant Commissioner For Patents, Box Assignment, Washington D.C. 20231 on June 25, 2002:

- 1 Amended and Restated Assignment of Security Interest in United States Patents and Trademarks dated June 7, 2002 between Chem-Nuclear Systems, L.L.C. and Wachovia Bank, National Association.
2. Recordation Form Cover Sheet for 6 Trademarks.
3. Check for \$165.00.

Kathie D. McGee



(Signature)

Express Mail Label No.: EL036045295US