

MRD
9-26-98

09-30-1998

ET



To the Honorable Commissioner of

100843208

the attached original documents or copies thereof

1. Name of conveying party(ies):
AmeriTruck Distribution Corp.

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

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

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

Internal Address: Beal Bank Center, Suite 8200: 45
Street Address: 15770 North Dallas Parkway
City: Dallas State: TX ZIP: 75248

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: May 5, 1997

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

4. Application number(s) or Registration number(s):
A. Trademark Application No.(s)
75/461,021 and 75/017,616

Additional numbers attached? Yes No

B. Trademark registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: David H. Judson, Reg. No. 30,467

Internal Address: Hughes & Luce, L.L.P.
Suite 2800

Street Address: 1717 Main Street

City: Dallas State: Texas ZIP: 75201

6. Total number of applications and trademarks involved: 2

7. Total fee (37 CFR 3.41):..... \$ 80.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
(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.
David H. Judson

Name of Person Signing Signature Date 9/26/98

Total number of pages including cover sheet: 2

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

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01 FC:481	40.00 OP
02 FC:482	25.00 OP
03 FC:998	15.00 OP

ACKNOWLEDGMENT OF SECURITY INTEREST

This instrument is prepared and is intended to be a Financing Statement complying with the formal requisites therefor as set forth in the Uniform Commercial Code and the rules and regulations of the United States Patent & Trademark Office.

1. The name and address of the debtor ("Borrower") is:

AmeriTruck Distribution Corp.
301 Commerce Street, Suite 1101
Fort Worth, Texas 76102

2. The name and address of the secured party ("Lender") is:

FINOVA Capital Corporation
Beal Bank Center 1, Suite 1200
15770 North Dallas Parkway
Dallas, Texas 75248

3. Borrower and Lender entered into that certain Loan and Security Agreement, dated as of May 5, 1997, which was amended from time to time (as amended, the "Loan Agreement"), pursuant to which Lender agreed to make available to Borrower certain financial accommodations.

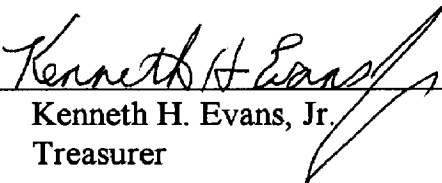
4. By virtue of the Loan Agreement, Borrower has granted a security interest in the following service marks, certain applications covering said marks that are pending in the United States Patent & Trademark Office, and the goodwill of Borrower's business appurtenant thereto:

- (a) U.S. Serial No. 75-461,021 -- AMERITRUCK LTD.
- (b) U.S. Serial No. 75-017,616 -- AMERITRUCK

5. Presented for filing to the United States Commissioner of Patents and Trademarks.

BORROWER:

AMERITRUCK DISTRIBUTION CORP.

By: 
Kenneth H. Evans, Jr.
Treasurer