

11-27-1998

Form PTO-1594
1-31-92

100908007

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.

1. Name of conveying party(ies):
American Shared-CuraCare
☐ Individuals ☐ Association
☒ General Partnership - California ☐ Limited Partnership
☐ Corporation ☐ Other
Additional name(s) of conveying party(ies) attached? Yes ☒ No

2. Name and address of receiving party(ies):
Name: Bankers Trust Company
Internal Address:
Street Address: 130 Liberty Street
City: New York State: New York ZIP: 10006

☐ Individual(s) citizenship
☐ Association
☐ General Partnership
☐ Limited Partnership
☒ Corporation Banking
☒ Other

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 Agreement ☐ Change of Name
Release

Execution Date: November 13, 1998

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)

Trademark Registration No.(s)\
1,770,646

Additional numbers attached? Yes ☐ No ☒

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Meredith Schorr
Internal Address: 1155 Avenue of the Americas, Room 2732

6. Total number of applications and registration involved

1

7. Total fee (37 CFR 3.41): \$ 40.00

☒ Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

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

Street Address:
City: New York State: NY ZIP: 10036
Client/matter 1101739-0001 -Hakan Yazici

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.

Meredith Schorr

Name of Person Signing

Signature

11/19/98
Date

Total number of pages comprising cover sheet: 1

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

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 reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

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40.00 CP

**ASSIGNMENT OF SECURITY INTEREST
IN CERTAIN PATENTS AND TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, American Shared-CuraCare, a California general partnership ("the Assignor") with principal offices at 1065 North Pacific Center Drive, Suite 200, Anaheim, California 92806, hereby assigns and grants to Bankers Trust Company, as Collateral Agent (the "Assignee") with principal offices at 130 Liberty Street, New York, New York 10006, a security interest in (i) all of the Assignor's right, title and interest in and to the trademarks, service marks, trademark or service mark registrations and applications (the "Marks") set forth on Schedule A attached hereto; (ii) all of the Assignor's right, title and interest in and to the patents and patent applications (the "Patents") set forth on Schedule B attached, in each case together with (iii) all Proceeds (as such term is defined in the Security Agreement referred to below) of the Marks and Patents, (iv) the goodwill of the businesses with which the Marks are associated and, (v) all causes of action arising prior to or after the date hereof for infringement of any of the Marks and Patents or unfair competition regarding the same.

THIS ASSIGNMENT, effective as of November 13, 1998, is made to secure the satisfactory performance and payment of all the Obligations of the Assignor, as such term is defined in the Security Agreement, among Assignor, the other assignors from time to time party thereto and the Assignee, dated as of December 18, 1997 and amended and restated as of September 24, 1998 (as so amended and restated and as the same may be further amended, restated, modified and/or supplemented from time to time, the "Security Agreement").

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.

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the 13 day of November, 1998.

AMERICAN SHARED - CURACARE, as
Assignor,

By Embarcadero Holding Corp. I, its
General Partner

By: 

Name: Russell D. Phillips

Title: Secretary

BANKERS TRUST COMPANY, as
Collateral Agent, as Assignee

By: _____

Name:

Title:

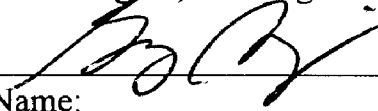
IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the 13 day of November, 1998.

AMERICAN SHARED - CURACARE, as
Assignor,

By Embarcadero Holding Corp. I, its
General Partner

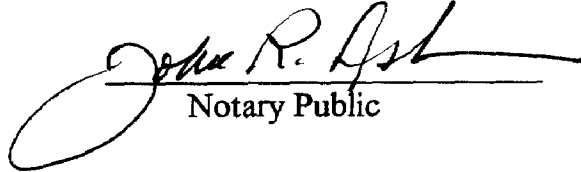
By: _____
Name: Russell D. Phillips
Title: Secretary

BANKERS TRUST COMPANY, as
Collateral Agent, as Assignee

By:  _____
Name: _____
Title: GREGORY P. SHEFFERMAN
VICE PRESIDENT

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

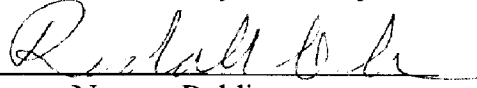
On this 13th day of November, 1998, before me personally came Russell D. Phillips who, being by me duly sworn, did state as follows: that he is the Secretary of Embarcadero Holding Corp. I, a general partner of AMERICAN SHARED-CURACARE, that he is authorized to execute the foregoing Assignment on behalf of Embarcadero Holding Corp. I as a general partner of AMERICAN SHARED-CURACARE and that he did so by authority of the of said general partnership.


Notary Public

JOHN R. ASHMEAD
Notary Public, State of New York
No. 02AS5041083
Qualified in Kings County
Commission Expires March 27, 1999

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

On this 13th day of November, 1998, before me personally came Gregory P. Sheerin who, being by me duly sworn, did state as follows: that he is Vice President of BANKERS TRUST COMPANY, that he is authorized to execute the foregoing Assignment on behalf of said company and that he did so by authority of said company.


Notary Public

RANDALL H. LEE
Notary Public, State of New York
No. 01LE6002106
Qualified in New York County
Commission Expires Feb. 2, 2000

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
Manhattan MRI	1,770,646	5/11/1993