

02-18-1999

Docket No.:

23656.51



100968464

Documents or copy thereof.

To the Honorable Commissioner of Patents and Trademark

1. Name of conveying party(ies):
SUMITOMO BANK OF NEW YORK TRUST COMPANY

2. Name and address of receiving party(ies):
Name: **THE SUMITOMO BANK LIMITED, NEW YORK**

Internal Address: **BRANCH AS COLLATERAL AGENT**

Street Address: **FOR LENDER; 277 PARK AVE, 6TH**

City: **NEW YORK** State: **NY** ZIP: **10172**

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State **JAPAN**

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

- Individual(s)
 - General Partnership
 - Corporation-State
 - Other **NY LIMITED PURPOSE TRUST COMPANY**
- Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other **TRANSFER OF SECURITY INTEREST**

Execution Date: **JANUARY 8, 1999**

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

B. Trademark Registration No.(s)
1,999,261
ISSUED
9/10/96

Additional numbers Yes No

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

Name: **MATTHEW DICKSTEIN, ESQ.**

Internal Address: **GRAHAM & JAMES LLP**
SUITE 300

Street Address: **ONE MARITIME PLAZA**

City: **SAN FRANCISCO** State: **CA** ZIP: **94121**

6. Total number of applications and registrations involved: 1

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:
07-1850

02/17/1999 DC0ATES 00000089 071850 1999261
01 FC:481 40.00 CH

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.

MARY DOUGHERTY

Name of Person Signing

Signature

FEBRUARY 11, 1999

Date

Total number of pages including cover sheet, attachments, and

TRADEMARK

REEL: 1855 FRAME: 0609

**Assignment of Security Interest in Trademarks
(Single assignor; single assignee)**

Docket No.

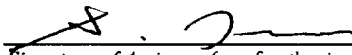
Registration Nos.	Issue Date	Application Nos.	Filing Date
Please see attachments to Cover Sheet.	Please see attachments to Cover Sheet.	Please see attachments to Cover Sheet.	Please see attachments to Cover Sheet.
Descriptions Please see attachments to Cover Sheet.			
Owner of Record (hereinafter "Assignor")		Residence or Principal Place of Business of Assignor	
Sumitomo Bank of New York Trust Company		Two World Financial Trade Tower B, 35 th Floor New York, NY 10281	
Assignee		Residence or Principal Place of Business of Assignee	
The Sumitomo Bank, Limited, New York Branch, as collateral agent for Lender		277 Park Avenue, 6 th Floor New York, NY 10172	

Whereas, the above-identified Assignor has been granted security interests in the above-identified Trademarks pursuant to that certain Trademark Collateral Assignment and Security Agreement by Swan Technologies Corporation dated as of March 25, 1997 in favor of Assignor, and;

Whereas, the above-identified Assignee is desirous of acquiring the Assignor's entire right, title and interest in such Trademark Collateral Assignment and Security Agreement and the security interests granted therein;

Now, therefore, for good and valuable consideration, the receipt whereof is hereby acknowledged, Assignor, by these presents does sell, assign and transfer unto said Assignee its entire right, title and interest in and to said Trademark Collateral Assignment and Security Agreement and the security interests granted therein; the same to be held and enjoyed by said Assignee for its own use and behoof, and for its successors and assigns, as fully and entirely as the same would have been held by Assignor had this assignment not been made.

Executed this 8th day of January, in the year 1999, at New York, NY.



 President
Signature of Assignor (or of authorized signatory if Assignor is a corporation, partnership or association)

EXHIBIT A
to
Trademark Collateral Assignment and Security Agreement

<u>Mark</u>	<u>Registration No./ Serial No.</u>	<u>Registration Date/ Filing Date</u>	<u>Status</u>
SWAN	74-644353	3/10/95	Pending
SWAN TECHNOLOGIES AND DESIGN	74-644356	3/10/95	Pending
MISC. DESIGN	1,999,261	9/10/96	Registered

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032697/2031/23656.00045

19.15.1

RECORDED: 02/11/1999

TRADEMARK
REEL: 1855 FRAME: 0611