

2

05-14-1999



100995576

IN THE UNITED STATE

OFFICE

MRD
5/14/99

Trademark Assignment Cover Sheet

TO: U. S. Patent and Trademark Office
Office of Public Records - Box Assignment
Crystal Gateway 4, Room 335
1213 Jefferson Davis Highway, Third Floor
Arlington, Virginia 22202

Please find enclosed an Assignment of U.S. Trademark.

- Conveying Party:** ("Assignor") First Union National Bank, a national banking corporation (successor by merger to CoreStates Bank, N.A.), having an address of 1339 Chestnut Street, Philadelphia, Pennsylvania 19101.
- Receiving Party:** ("Assignee") Clearidge, Inc., a Tennessee corporation having an address of 2710 Landers Avenue, Nashville, Tennessee 37211.
- The Assignment conveys all right, title and interest in and to the trademark and registration therefor identified therein and herein. **22**
- The Assignment should be recorded against the following trademark registration:

<u>Service Mark</u>	<u>U.S. Reg. No.</u>
CLEARIDGE	1,772,528

- Correspondence concerning this request should be sent to:

05/17/1999 DC00ATES 00000104 081629 1772528
 01 FC:481 40.00 DP
 02 FC:484 120.00 CH

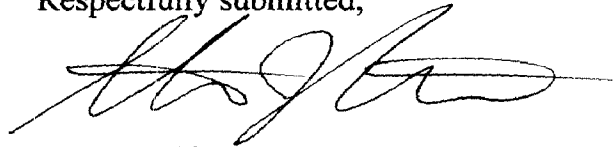
Steven J. Eisen, Esq.
 Baker, Donelson, Bearman & Caldwell
 511 Union Street
 1700 Nashville City Center
 Nashville, Tennessee 37219
 Telephone: (615) 726-5718

RECEIVED
 59 MAY 14 PM 4:25
 DOCUMENT BRANCH
 charge 120 expd. fee

NRCN 274783.1
 821629-0001 05/13/99

6. This request concerns one trademark registration, and a fee of \$40.00 is submitted herewith representing the filing fee. The Commissioner is hereby authorized to charge any additional payment, or credit any refund that may be due to Deposit Account No. 08-1629.
7. The Assignee is domiciled in the United States.
8. The enclosed Assignment is dated March 18, 1999.
9. To the best knowledge and belief of the undersigned, the information contained on this cover sheet 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.

Respectfully submitted,



Steven J. Eisen
Attorney for Assignee

Date: May 13, 1999

CERTIFICATE OF EXPRESS MAIL UNDER 37 CFR 1.10

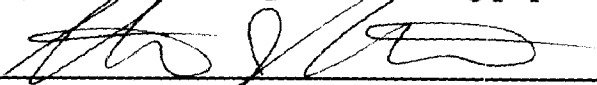
"Express Mail" mailing label number: EJ105775270US

Date of Deposit: May 13, 1999

I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 on the date indicated above and is addressed to U. S. Patent and Trademark Office, Office of Public Records - Box Assignment, Crystal Gateway 4, Room 335, 1213 Jefferson Davis Highway, Third Floor, Arlington, Virginia 22202.

Steven J. Eisen

(Typed or printed name of person mailing paper or fee)



(Signature of person mailing paper or fee)

ASSIGNMENT OF U.S. TRADEMARK

WHEREAS, First Union National Bank, a national banking corporation having an address of 1339 Chestnut Street, Philadelphia, Pennsylvania 19101 (hereinafter "Assignor"), successor by merger to CoreStates Bank, N.A., a national banking association, acquired by virtue of a security agreement and trademark assignment being filed in Reel 1732, Frame 0185 of the United States Patent and Trademark Office a security interest and all right, title and interest in and to a certain service mark which has been registered in the U.S. Patent and Trademark Office, as follows: (the "Mark"):

<u>Mark</u>	<u>Registration Date</u>	<u>Reg. No.</u>
CLEARIDGE	May 18, 1993	1,772,528

WHEREAS, Clearidge, Inc., a Tennessee corporation having an address of 2711 Landers Avenue, Nashville, Tennessee 37211 (hereinafter "Assignee") erroneously conveyed all right, title and interest in and to the Mark, when in fact only a security interest in said Mark was intended to be conveyed;

WHEREAS, Assignee is desirous of acquiring all rights, title and interest in and to said Mark; and

WHEREAS, pursuant to that Agreement dated effective March 18, 1999 by and among Assignor, Assignee and Sirrom Investments, Inc., a Tennessee corporation, Assignor has agreed to transfer to Assignee all rights, title and interest of Assignor in and to said Mark, under and subject to a first lien and security interest in favor of the Assignor.

NOW, THEREFORE, in consideration of the foregoing premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign, transfer and convey to Assignee, its successors, assigns, or other legal representatives, all Assignor's rights, title and interest in and to, and to the use of, the above-identified Mark, together with the goodwill of the business symbolized by the Marks, the registration thereof and application therefor, and the right to recover damages for past acts of infringement of said Mark.

To the best of Assignor's knowledge, with respect to the Mark that has been registered with the United States Patent and Trademark Office or other government office, such registration is in full force and effect, and any and all fees therefor have been paid in full.

Assignor hereby consents to and requests recordation of this transfer and further authorizes and requests that all official documents and communications relating to said Mark or the registration(s) and/or application(s) therefor issue and deliver to Assignee, its attorneys, agents, successors or assigns.

Doc. #178162 v.01 03/08/99 11:45 AM

TRADEMARK
REEL: 1862 FRAME: 0366

Assignor hereby agrees at Assignee's request to use reasonable efforts to execute in Assignee's favor any and all additional papers which may be necessary for the transfer, by complete assignment, of all Assignor's proprietary rights in and to the above-identified Marks and all registrations thereof or applications therefor.

This Assignment is made, and shall be under and subject in all respects to, a first priority lien and security interest in favor of the Assignor.

IN WITNESS WHEREOF, Assignor has caused this document to be duly and legally executed as of this 18th day of March, 1999.

FIRST UNION NATIONAL BANK
A National Banking Corporation

By: Matthew Panarese
Matthew Panarese, Senior Vice President

STATE OF Pennsylvania
COUNTY OF Philadelphia

Before me, Elaine Vidovich, a Notary Public in and for the State and County aforesaid, personally appeared Matthew Panarese with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself (or herself) to be the Sr. Vice President of (the "Assignor"), the within-named bargainer, a national banking corporation, and that he as such Sr. Vice Pres., being duly authorized to do so, executed the foregoing Assignment of U.S. Trademark for the purposes therein contained, by signing the name of the corporation by himself as such Sr. Vice President.

WITNESS, my hand and seal at office, on this the 18th day of March, 1999.

Elaine T. Vidovich

Notary Public

My Commission Expires:

NOTARIAL SEAL
ELAINE T. VIDOVICH, Notary Public
City of Philadelphia, Phila. County
My Commission Expires June 19, 2000