

06-28-1999

FORM PTC-159  
1-31-92

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office



101078707

Tab settings =>=>=>

To the Honorable Commissioner of Patents and Trademarks, [ ] original documents or copy thereof.

1. Name of conveying party(ies):

AVID MEDICAL, INC.  
9000 Westmont Drive  
Stonehouse Commerce Park  
Toano, Virginia 23168

- Individual(s)
- General Partnership
- Corporation-State: Delaware
- Other: Amendment to add Power of Attorney
- Association
- Limited Partnership

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

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

Name: CENTURY BUSINESS CREDIT CORPORATION  
Internal Address: \_\_\_\_\_  
Street Address: 119 West 40<sup>th</sup> Street  
City: New York State: New York ZIP: 10018

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State New York
- 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
- Security Agreement
- Other Amendment to add Power of Attorney
- Merger
- Change of Name

Execution Date: June 10, 1999

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

SEE ATTACHED

B. Trademark registration No.(s)

SEE ATTACHED

Additional numbers attached?  Yes  No

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

Name: Federal Research Corp.  
Internal Address: \_\_\_\_\_  
Street Address: 400 Seventh St., NW  
Suite 101  
City: Washington State: DC ZIP: 20004

6. Total number of applications and registrations 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)

06/25/1999 HNGUYEN 00000121 74727622

01 FC:481 40.00 DP

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

Deborah Scheff  
Name of Person Signing

*Deborah Scheff*  
Signature

June 21, 1999  
Date

Total number of pages including cover sheet, attachments and document: \_\_\_\_\_

5

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patents & Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK  
REEL: 001919 FRAME: 0889

**TRADEMARK ASSIGNMENT OF SECURITY**

WHEREAS, Avid Medical, Inc., a corporation formed under the laws of Delaware, located at 9000 Westmont Drive, Stonehouse Commerce Park, Toano, Virginia 23168 ("AMID"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, AMID is obligated to Century Business Credit Corporation ("Lender") located at 119 West 40<sup>th</sup> Street, New York, New York 10018, pursuant to (i) a certain Loan and Security Agreement, dated the date hereof, between Lender, AMID, and Avid-N.I.T., a Virginia corporation, and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof, made by AMID in favor of Lender (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, AMID is granting to Lender a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, AMID does hereby assign unto Lender and grant to Lender a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

AMID expressly acknowledges and affirms that the rights and remedies of Lender with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: June 10, 1999

Witness:



AVID MEDICAL INC., a Delaware corporation

By: 

Name:

Its:

Witness:



CENTURY BUSINESS CREDIT CORPORATION

By: 

Name: ARON H. WEBER

Its: S.V. Corp.

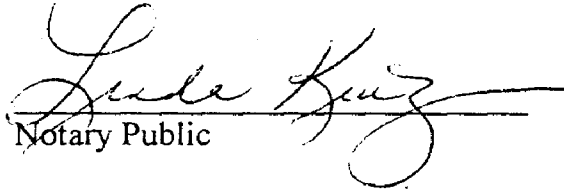
STATE OF VIRGINIA )  
 : ss.:  
COUNTY OF Fairfax )

On this 28th day of May, 1999, before me personally came Thomas S. Smith to me known, who, being by me duly sworn, did depose and say that he is the President of Avid Medical, Inc., a Delaware corporation, the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by order of the board of directors of said corporation.

  
Notary Public 12/31/99

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

On this 10th day of June 1999, before me personally came Robert H. Joseph, to me known, who, being by me duly sworn, did depose and say that he is the Vice President of Century Business Credit Corporation, the corporation described in and which executed the foregoing instrument; and that he was authorized to sign his name thereto on behalf of said corporation.

  
Notary Public

**Linda Kurz**  
Notary Public, State of New York  
No 01KU5033942  
Qualified in Bronx County  
Commission Expires: 9/30/2000

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated June 10, 1999, by and between AVID MEDICAL, INC., a Delaware corporation and CENTURY BUSINESS CREDIT CORPORATION.

REG. NO. OR  
APPLICATION NO.

REG. OR  
FILING DATE

MARK

2,023,387

12/17/96

Reganes

SPECIAL POWER OF ATTORNEY

STATE OF FLORIDA )  
COUNTY OF PINELLAS ) ss:

KNOW ALL MEN BY THESE PRESENTS, that N.I.T., INC., a corporation formed under the laws of the State of Florida, with its principal office at 390 Scarlet Boulevard, Oldsmar, Florida, 34677 (hereafter called "NIT"), pursuant to an Asset Purchase Agreement dated October 6, 1999 (the "Agreement"), hereby appoints and constitutes AVID MEDICAL, INC., a Delaware corporation, with offices at 9000 Westmont Drive, Toana, Virginia 23168 (hereafter called "AVID"), its true and lawful attorney, with full power of substitution, and with full power and authority to perform the following acts on behalf of NIT:

1. Assigning, selling or otherwise disposing of all right, title and interest of NIT in and to the following Trademark:

REGANES	Serial #	74-727622
	Registration #	2023387

and including those trademarks which are added to the same subsequent hereto, and all registrations and recordings thereof, and all pending applications therefor, and for the purpose of the recording, registering and filing of, or accomplishing any other formality with respect to the foregoing, and to execute and deliver any and all agreements, documents, instruments of assignment or other papers necessary or advisable to effect such purpose;

2. To execute any and all documents, statements, certificates or other papers necessary or advisable in order to obtain the purposes described above as AVID may in its sole discretion determine.

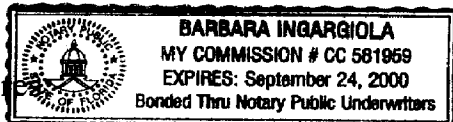
N.I.T., Inc., a Florida corporation

By: Joseph Harms  
Joseph Harms, President

STATE OF FLORIDA )  
COUNTY OF Pinellas ) ss:

Before me, the undersigned, on this 21 day of May, 1999, personally appeared Joseph Harms, to me known personally, and who being by me duly sworn, deposes and says that he is the President of N.I.T., Inc., a Florida corporation, and that said instrument was signed on behalf of said corporation and he acknowledged said instrument to be the free act and deed of said corporation.

My Commission Expires



Barbara Ingargiola [seal]  
Notary Public