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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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To the Honorable C.

attached original documents or copy thereof.

1. Name of conveying party(ies): 101109387

TWR EXPRESS, INC.
38-30 CRESCENT STREET
LONG ISLAND CITY, NEW YORK 11101

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State: New York
- Other

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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other

Execution Date: July 28, 1999

Name and address of receiving party(ies):

Name: CENTURY BUSINESS CREDIT CORPORATION
Internal Address:
Street Address: 119 West 40th 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

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

A. Trademark Application No.(s)
SEE ATTACHED SCHEDULE A

B. Trademark registration No.(s)
SEE ATTACHED SCHEDULE A

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 Avenue, N.W.
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)

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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

Signature

7/29/99
Date

Total number of pages including cover sheet, attachments and document: 4

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

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated July 28, 1999, by and between TWR EXPRESS, INC. and CENTURY BUSINESS CREDIT CORPORATION.

<u>Reg No. or Application No.</u>	<u>Reg. or Mark</u>	<u>Filing Date</u>
2,085,602	TWR EXPRESS and DESIGN	8/5/97

TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, TWR Express, Inc., a corporation formed under the laws of New York, located at 38-30 Crescent Street, Long Island City, New York 11101 ("Company"), 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, Company is obligated to Century Business Credit Corporation ("Lender") located at 119 West 40th Street, New York, New York 10018, pursuant to (i) a certain Loan and Security Agreement, dated as of the date hereof, between Lender and Company, and (ii) a certain Trademark Collateral Security Agreement, dated as of the date hereof, made by Company in favor of Lender (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

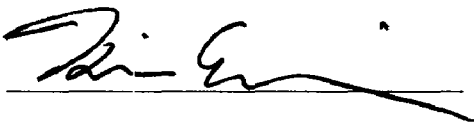
WHEREAS, pursuant to the Agreements, Company is granting to Lender a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

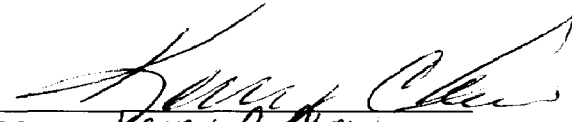
NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Company does hereby assign and grant to Lender a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which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

Company 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: New York, New York
July 28, 1999

TWR EXPRESS, INC.




By: 
Name: Kenny Chow
Its: Secretary

Witness:



CENTURY BUSINESS CREDIT CORPORATION

By: 
Name: STEVEN STOVE
Its: SR. VP

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

On this 28 day of July, 1999, before me personally came KENNY C. CHEW, to me known, who, being by me duly sworn, did depose and say that he is the SECRETARY of TWR Express, Inc., the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by order of said corporation.

Deborah Scheff
Notary Public

DEBORAH SCHEFF
NOTARY PUBLIC, State of New York
No. 4907990
Qualified in Nassau County
Commission Expires October 13, 1999

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

On this 28 day of July, 1999, before me personally came STEVEN STONE, to me known, who, being by me duly sworn, did depose and say that he is the SR. V. P. 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.

Deborah Scheff
Notary Public

DEBORAH SCHEFF
NOTARY PUBLIC, State of New York
No. 4907990
Qualified in Nassau County
Commission Expires October 13, 1999