FORM PTO-1618A
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08-30-1999

101130456

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

MAD 8.26.99

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- [X] New
- [ ] Resubmission (Non-Recordation) Document ID #
- [ ] Correction of PTO Error Reel # Frame #
- [ ] Corrective Document Reel # Frame #

Conveyance Type

- [ ] Assignment
- [ ] License
- [X] Security Agreement
- [ ] Nunc Pro Tunc Assignment
- [ ] Merger
- [ ] Change of Name
- [ ] Other

Effective Date Month Day Year

Conveying Party

[ ] Mark if additional names of conveying parties attached

Name: Maxtec, Inc.

Execution Date Month Day Year: 08-13-99

Formerly:

[ ] Individual [ ] General Partnership [ ] Limited Partnership [X] Corporation [ ] Association

[ ] Other

[X] Citizenship/State of Incorporation/Organization: Delaware

Receiving Party

[ ] Mark if additional names of receiving parties attached

Name: Paribas

DBA/AKA/TA:

Composed of:

Address (line 1): 101 California Street

Address (line 2): Suite 3150

Address (line 3): San Francisco (City) California (State/Country) 94111 (Zip Code)

[ ] Individual [ ] General Partnership [ ] Limited Partnership

[ ] Corporation [ ] Association

[ ] Other

[ ] If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. *(Designation must be a separate document from Assignment).*

[ ] Citizenship/State of Incorporation/Organization

08/27/1999 MTHAI1 00000276 75350880

01 FC:481 40.00 OP
02 FC:482 150.00 OP
03 FC:998 25.00 OP

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

SF1:359677.1

Domestic Representative Name and Address

Enter for the First Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number (415) 263-7000

Name: William P. Weintraub, Esq.

Address (line 1): Pachulski, Stang, Ziehl & Young P.C.

Address (line 2): 650 California Street, 15th Floor

Address (line 3):

Address (line 4): San Francisco, California 94108

Pages

Enter the total number of pages of the attached conveyance document including any attachments. # 4

Trademark Application Number(s) or Registration Number(s)

☐ Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
75/350,880	75/350,881	75/350,882	1,931,168	1,978,455	
75/274,772	75/274,771	MAXTEX – Not yet assigned			

Number of Properties

Enter the total number of properties involved. # 7

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): $ 215.00

Method of Payment: Enclosed [X] Deposit Account [ ]

Deposit Account
(Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

Authorization to charge additional fees: Yes [ ] No [ ]

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. Charges to deposit account are authorized, as indicated herein.

William P. Weintraub	William P. Weintraub	August 18, 1999
Name of Person Signing	Signature	Date Signed

SECURITY AGREEMENT ABSTRACT

This Security Agreement Abstract, made pursuant to a Subsidiary Trademark Security Agreement dated as of May 14, 1996, is presented for recordation in the United States Patent and Trademark Office and to provide constructive notice that **MAXTEC, INC.**, with principal offices at 2425 South 900 West, Salt Lake City, UT 84119, the owner of the trademarks, trademark applications and registrations identified in the attached Exhibit A hereto (the "**Trademarks**"), has granted to **PARIBAS** (formerly known as Banque Paribas), with principal offices at 101 California Street, Suite 3150, San Francisco, California 94111, as administrative agent for and representative of the financial institutions that are or may from time to time become a signatory or party to that certain Credit Agreement dated as of March 25, 1996, as amended by First Amendment to Credit Agreement dated as of June 14, 1996, Second Amendment to Credit Agreement and Limited Waiver dated as of March 31, 1997 and Third Amendment to Credit Agreement dated as of October 23, 1997 and as it may hereafter be amended, supplemented or otherwise modified from time to time, a security interest in the Trademarks and their appurtenant goodwill, and their registrations, applications and eventual registrations thereof, to secure payment of a debt.

In testimony whereof, Maxtec, Inc. has caused this instrument to be executed in its corporate name by its authorized representative this __ day of June, 1999.

MAXTEC, INC.

By: _____
Name: Wade Hampton
Title: President

SF1:358966.1

EXHIBIT A

U.S. TRADEMARK REGISTRATIONS

TRADEMARK	REG. NO.
MAX02	1,931,168
CROSS-TOP	1,978,455

U.S. TRADEMARK APPLICATIONS

TRADEMARK	SERIAL NO.
HANDI	75/350,880
ULTRAMAX	75/350,881
WHEN EVERY BREATH COUNTS	75/350,882
MAXCELL, Class 1	75/274,772
MAXCELL, Class 9	75,274,771
MAXTEX	Not yet assigned