

10-19-1999



101175952

**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

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

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

- Mark if additional names of conveying parties attached
- Name Execution Date
Month Day Year
- Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

- Mark if additional names of receiving parties attached
- Name

- DBA/AKATA
- Composed of
- Address (line 1)
- Address (line 2)
- Address (line 3)
City State/Country Zip Code
- Individual General Partnership Limited Partnership 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)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0851-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0851-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK
REEL: 001975 FRAME: 0937

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

214/777-4222

Name

Kenneth C. Johnston

Address (line 1)

Kane, Russell, Coleman & Logan, P.C.

Address (line 2)

1601 Elm Street, Suite 3700

Address (line 3)

Dallas TX 75201

Address (line 4)

Pages

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

#

6

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)

74/279,712

1134511

1150280

1135046

Number of Properties

Enter the total number of properties involved.

#

4

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

115.00

Method of Payment:

Enclosed

Deposit Account

Previously Deposited

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.

KENNETH JOHNSTON

9/28/99

Name of Person Signing

Signature

Date Signed

INTELLECTUAL PROPERTY COLLATERAL ASSIGNMENT

WHEREAS, on or about December 30, 1994, TIDEL ENGINEERING, INC., a Delaware corporation, assigned certain Intellectual Property Rights owned by it to THE FROST NATIONAL BANK, a national banking association doing business as CREEKWOOD CAPITAL GROUP; and

WHEREAS, such assignment was recorded in the United States Patent and Trademark Office on January 10, 1995, on Reel No. 1278, Frame No. 0395; and

WHEREAS, THE FROST NATIONAL BANK doing business as CREEKWOOD CAPITAL GROUP is desirous of re-assigning such Intellectual Property Rights to TIDEL ENGINEERING, INC.

NOW, THEREFORE, for good and valuable consideration received, the receipt and sufficiency of which are hereby acknowledged, THE FROST NATIONAL BANK doing business as CREEKWOOD CAPITAL GROUP, by these presents does sell, assign and transfer unto the said TIDEL ENGINEERING, INC. the Intellectual Property Rights set forth on the attached Annex "A".

EXECUTED this 12 day of June, 1997.

THE FROST NATIONAL BANK,
a national banking association
doing business as
CREEKWOOD CAPITAL GROUP

By: *James Ogonosky*
Name: James Ogonosky
Title: Vice President

THE STATE OF TEXAS §
 §
COUNTY OF HARRIS §

This instrument was acknowledged before me on June 12, 1997, by James Ogonosky, Vice President of The Frost National Bank, a national banking association doing business as Creekwood Capital Group, on behalf of said banking association.

Marcia Grant
Notary Public in and for
The State of Texas



Annex "A"

Intellectual Property Rights Owned by Tidel Engineering, Inc.

<u>Name of Mark</u>	<u>Federal Or State Registration</u>	<u>Registration Serial Number</u>	<u>Issue Or Filing Date</u>
TS AND DESIGN	Federal	1,134,511	05/06/80
TIDEL SYSTEMS	Federal	1,150,280	04/07/81

Unregistered Marks

Tidel Engineering EMS2000

Tidel EMS3000

GTM

INTELLECTUAL PROPERTY COLLATERAL ASSIGNMENT

WHEREAS, on or about December 30, 1994, TIDEL HOLDING CORP., a Delaware corporation, assigned certain Intellectual Property Rights owned by it to THE FROST NATIONAL BANK, a national banking association doing business as CREEKWOOD CAPITAL GROUP; and

WHEREAS, such assignment was recorded in the United States Patent and Trademark Office on January 10, 1995, on Reel No. 1278, Frame No. 0408; and

WHEREAS, THE FROST NATIONAL BANK doing business as CREEKWOOD CAPITAL GROUP is desirous of assigning such Intellectual Property Rights to TIDEL ENGINEERING, INC., a Delaware corporation.

NOW, THEREFORE, for good and valuable consideration received, the receipt and sufficiency of which are hereby acknowledged, THE FROST NATIONAL BANK doing business as CREEKWOOD CAPITAL GROUP, by these presents does sell, assign and transfer unto the said TIDEL ENGINEERING, INC. the Intellectual Property Rights set forth on the attached Annex "A".

EXECUTED this 12 day of June, 1997.

THE FROST NATIONAL BANK,
a national banking association
doing business as
CREEKWOOD CAPITAL GROUP

By: [Signature]
Name: James Ogonosky
Title: Vice President

THE STATE OF TEXAS §
 §
COUNTY OF HARRIS §

This instrument was acknowledged before me on June 12, 1997, by James Ogonosky, Vice President of The Frost National Bank, a national banking association doing business as Creekwood Capital Group, on behalf of said banking association.

[Signature]
Notary Public in and for
The State of Texas



Annex "A"
Intellectual Property Rights

<u>Name of Mark</u>	<u>Federal Or State Registration</u>	<u>Registration Serial Number</u>	<u>Issue Or Filing Date</u>
TACC	Federal	1,135,046	05/13/80

Unregistered Marks

TACC II

TAC-II "Ci"

TACC-II "Cii"

TACC-II "SST"

INTELLECTUAL PROPERTY COLLATERAL ASSIGNMENT

WHEREAS, on or about December 30, 1994, ANYCARD INTERNATIONAL, INC., a Delaware corporation, assigned certain Intellectual Property Rights owned by it to THE FROST NATIONAL BANK, a national banking association doing business as CREEKWOOD CAPITAL GROUP; and

WHEREAS, such assignment was recorded in the United States Patent and Trademark Office on January 10, 1995, on Reel No. 1291, Frame No. 0077; and

WHEREAS, THE FROST NATIONAL BANK doing business as CREEKWOOD CAPITAL GROUP is desirous of assigning such Intellectual Property Rights to TIDEL ENGINEERING, INC., a Delaware corporation.

NOW, THEREFORE, for good and valuable consideration received, the receipt and sufficiency of which are hereby acknowledged, THE FROST NATIONAL BANK doing business as CREEKWOOD CAPITAL GROUP, by these presents does sell, assign and transfer unto the said TIDEL ENGINEERING, INC. the Intellectual Property Rights set forth on the attached Annex "A".

EXECUTED this 12 day of June, 1997.

THE FROST NATIONAL BANK,
a national banking association
doing business as
CREEKWOOD CAPITAL GROUP

By: [Signature]
Name: James Ogonosky
Title: Vice President

THE STATE OF TEXAS §
 §
COUNTY OF HARRIS §

This instrument was acknowledged before me on June 12, 1997, by James Ogonosky, Vice President of The Frost National Bank, a national banking association doing business as Creekwood Capital Group, on behalf of said banking association.

[Signature]
Notary Public in and for
The State of Texas



Annex "A"
Intellectual Property Rights

<u>Name of Mark</u>	<u>Federal Or State Registration</u>	<u>Application Serial Number</u>	<u>Issue Or Filing Date</u>
ANYCARD	Federal	74/279,712	05/28/92