FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

12-21-1999

101229424

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

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
- [ ] Security
- [ ] Nunc Pro Tunc Assignment
- [ ] Merger
- [ ] Change of Name
- [x] Other: Notice of Grant of Security Interest

Effective Date Month Day Year: 11/23/99

Conveying Party [ ] **Mark if additional names of conveying parties attached**

Name: Pinnacle Group Associates, Inc.

Execution Date Month Day Year: 11/23/99

Formerly:

- [ ] Individual
- [ ] General Partnership
- [ ] Limited Parnership
- [x] Corporation
- [ ] Association
- [ ] Other
- [x] Citizenship/State of Incorporation/Organization: Nebraska

Receiving Party [ ] **Mark if additional names of receiving parties attached**

Name: Bank of America, N.A., as Collateral Agent

DBA/AKA/TA:

Composed of:

Address (line 1): 100 N. Tryon Street

Address (line 2):

Address (line 3): Charlotte (City) NC (State/Country) 28255 (Zip Code)

- [ ] Individual
- [ ] General Partnership
- [ ] Limited Partnership
- [ ]
- [ ] Corporation
- [ ] Association
- [x] Other: National Banking Association
- [ ] Citizenship/State of Incorporation/Organization:

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.)

FOR OFFICE USE ONLY

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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

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01 FC:481 40.00 OP
02 FC:482 175.00 OP

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Domestic Representative Name and Address

Enter for the first Receiving Party Only.

Name: N/A

Address (line 1):

Address (line 2):

Address (line 3):

Address (line 4):

Correspondent Name and Address

Area Code and Telephone Number: (919) 286-8000

Name: Mark H. Webbink

Address (line 1): Moore & Van Allen, PLLC

Address (line 2): 2200 West Main Street

Address (line 3): Suite 800

Address (line 4): Durham, NC 27705-4658

Pages Enter the total number of pages of the attached conveyance document including any attachments. # 8

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)		
75/385,140			2,059,510	2,054,795	1,604,576
			1,893,308	1,982,947	
			1,545,879	2,136,752	

Number of Properties Enter the total number of properties involved. # 8

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

Method of Payment: Enclosed ☒ Deposit Account ☒
Deposit Account (any deficiency)
(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: # 13-4365

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.

Mark H. Webbink — Name of Person Signing

Signature

11/30/99 — Date Signed

NOTICE

OF

GRANT OF SECURITY INTEREST

IN

TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of November 23, 1999 (the "Security Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Collateral Agent (the "Collateral Agent") for the Secured Parties referenced therein (the "Secured Parties"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Collateral Agent for the ratable benefit of the Secured Parties:

TRADEMARKS

Trademark No.	Description of Trademark Item	Date of Trademark
See attached Schedule A.		

TRADEMARK APPLICATIONS

Trademark Applications No.	Description of Trademark Applied For	Date of Trademark Applications
See attached Schedule A.		

CHAR1\MMP\BANK\492397_1
TRADEMARK FILING
PINNACLE GROUP ASSOCIATES, INC.

TRADEMARK
REEL: 002002 FRAME: 0107

The Obligors and the Collateral Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

PINNACLE GROUP ASSOCIATES, INC.

By: Donald E. Ellington
Name: DONALD E. ELLINGTON
Title: Chief Financial Officer

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Collateral Agent

By:_____
Name:_____
Title:_____

The Obligors and the Collateral Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

PINNACLE GROUP ASSOCIATES, INC.

By:_____
Name:_____
Title:_____

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Collateral Agent

By:_____
Name: LISA S. DONOGHUE
Title: Managing Director

SCHEDULE A

Tuesday, November 16, 1999

Trademark List

Client: 40083 Pinnacle Group Associates, Inc

Trademark Name	Attorney(s)	Client/Matter	Status	Application Number /Filing Date	Registration Number/Date	Renewal Date	First Use Date
DESTINATION AMERICA	MS CNB	40083/14376	Registered	75/159271	06-May-1997	06-May-2007	01-May-1996
Country: United States of America	Owner: UniGroup, Inc.			03-Sep-1996	2059510		
	Classes: 35						
GREATFINDS	MS CNB	40083/14205	Registered	74/515378	09-May-1995	09-May-2005	15-Aug-1993
Country: United States of America	Owner: UniGroup, Inc.			22-Apr-1994	1893308		
	Classes: 35						
HOME MARKETING MANAGEMENT	MS CNB	40083/14207	Registered	733452	27-Jun-1989	27-Jun-2009	01-May-1986
Country: United States of America	Owner: UniGroup, Inc.			10-Jun-1988	1545879		
	Classes: 16						
MISCELLANEOUS DESIGN (Three overlap	MS CNB	40083/14209	Registered	75/077419	22-Apr-1997	22-Apr-2007	01-Mar-1996
Country: United States of America	Owner: UniGroup, Inc.			22-Mar-1996	2054795		
	Classes: 35						
ONESOURCE	MS CNB	40083/14211	Registered	74/537424	25-Jun-1996	25-Jun-2006	
Country: United States of America	Owner: UniGroup, Inc.			14-Jun-1994	1982947		
	Classes: 35						
PINNACLE GROUP ASSOCIATES	MS CNB	40083/14212	Pending	75/385140			
Country: United States of America	Owner: UniGroup, Inc.			30-Oct-1997			
	Classes: 35						
PREVIEW	MS CNB	40083/14213	Registered	75/154430	17-Feb-1998	17-Feb-2008	01-Aug-1995
Country: United States of America	Owner: UniGroup, Inc.			22-Aug-1996	2136752		
	Classes: 35						
PRUDENT BUYER WORKSHEET	MS CNB	40083/14214	Registered	73/803058	03-Jul-1990	03-Jul-2000	01-Dec-1986
Country: United States of America	Owner: UniGroup, Inc.			30-May-1989	1604576		
	Classes: 16						

RECORDED: 12/06/1999 REEL: 002002 FRAME: 0110 TRADEMARK