

MND 3/27/00

04-11-2000

FORM PTO-1618A
Expires 06/30/99
OMB0651-0027

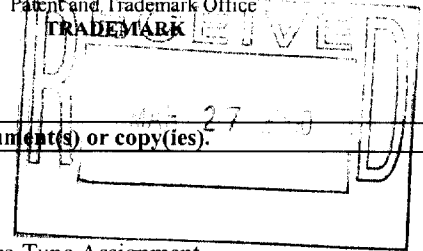
101314164

TRADEMARKS ONLY

JEET

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

☒ 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☒ Other

Notice of Grant of Security Interest

Effective Date

Month Day Year

10/9/97

Conveying Party

☐ Mark if additional names of conveying parties attached

Name

United States Mutual Association, Inc.

Execution Date

Month Day Year

10/9/97

Formerly

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

Illinois

Receiving Party

☐ Mark if additional names of receiving parties attached

Name

First Union National Bank, as Agent

DBA/KA/TA

Composed of

Address (line 1)

One First Union Center

Address (line 2)

TW-9

Address (line 3)

Charlotte

NC

28288-0608

City

State/Country

Zip Code

☐ Individual☐ General Partnership☐ Limited Partnership☐ Corporation☐ Association☒ 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

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 (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, 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

04/10/2000 DNGUYEN 00000440 2065079

01 FC:481

40.00 OP

DURI254625 1

TRADEMARK
REEL: 002047 FRAME: 0243

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

Steven D. Thomas

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.

7

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)

			2,065,079		

Number of Properties

Enter the total number of properties involved.

1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 40.00

Method of Payment:

Enclosed ☒

Deposit Account ☒
(any deficiency)

Deposit Account

(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.

Steven D. Thomas

Name of Person Signing

Signature

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 October 9, 1997 (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement") by and among the SA Credit Parties thereto (each a "Credit Party" and, collectively, the "Credit Parties") and First Union National Bank, as administrative agent (the "Agent") for the lenders referenced therein (the "Lenders"), the undersigned Credit Party has granted a continuing security interest in and continuing lien upon (i) the trademarks, service marks and related registrations and applications (the "Trademarks") shown on Schedule A, attached hereto and incorporated herein by reference, to the Agent for the ratable benefit of the Lenders, together with (ii) the goodwill and assets of the business symbolized by such Trademarks and (iii) all actions for infringement concerning the foregoing including the right to sue for and to recover and retain all damages and profits arising from past infringement.

The undersigned Credit Party and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the Trademarks and Trademark applications set forth on Schedule A (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,

UNITED STATES MUTUAL ASSOCIATION, INC.

By: Brian A. Mayer
Name: Brian A. Mayer
Title: V. P., Secretary

Acknowledged and Accepted:

FIRST UNION NATIONAL BANK

as Agent

By: _____

Name: WENDY E KUPPER

Title: VP

SCHEDULE A

**United States Mutual Association, Inc.
(Illinois Corporation)
155 N. Michigan Avenue-Third Floor
Chicago, IL 60601**

U.S. Trademark

Registered Mark

Mark	Serial No.	Filing Date
USMA and Design	2,065,079	5/27/97