

04-26-2000

MRD 3.24.00



SHEET Y

To the Honorable Commissioner of Paten

101333790

documents or copy thereof.

1. Name of conveying party(ies):

TransMontaigne Inc.

- Individual  Association
- General Partnership  Limited Partnership
- Corporation - State: Delaware

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: March 7, 2000

2. Name and address of receiving party(ies):

Name: Fleet National Bank

Internal Address: \_\_\_\_\_

Street Address: One Hundred Federal Street

City: Boston State: MA Zip: 02110

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - State: \_\_\_\_\_

Other: National Association

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)

B. Trademark Registration No.(s)

75/767,826

Additional numbers attached?  yes  no

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Catherine R. Howell, Paralegal

Internal Address: Ropes & Gray

Street Address: 1301 K St., N. W. Suite 800 East

City: Washington, D.C. State:     Zip: 20005

6. Total number of applications and registration involved:

..... [1]

7. Total Fee (37 CFR 3.41) ..... \$ 40

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

18-1945

DO NOT USE THIS SPACE

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.*

Catherine R. Howell  
Name of Person Signing

Catherine R. Howell  
Signature

March 23, 2000  
Date

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

MHODMA.Wash;7088406;1  
cc: Byung Choi

04/25/2000 TTQ11 0000296 181945 75767826

01 FC:481

40.00 CH

# MEMORANDUM OF TRADEMARK AND SERVICE MARK SECURITY INTEREST

This Memorandum is dated as of March 7, 2000 between TransMontaigne Inc., a Delaware corporation (the "Mark Owner"), having a place of business at 2750 Republic Plaza, 370 17th Street, Denver, Colorado 80202, and Fleet National Bank (f/k/a BankBoston, N.A.), as collateral agent (the "Secured Party") for itself and the other Secured Lenders (as defined in the Security Agreement referred to below) under the Security Agreement (as defined below), having a place of business at 100 Federal Street, Boston, Massachusetts 02110.

1. Pursuant to the Security Agreement dated as of January 13, 2000, as from time to time in effect (the "Security Agreement"), among the Mark Owner, certain of its Subsidiaries from time to time party thereto, BankBoston, N.A., as Collateral Agent, BankBoston, N.A., as Agent, BankBoston, N.A., for itself, and the other Secured Lenders from time to time party thereto, the Mark Owner has granted to the Secured Party a security interest in certain trademarks, service marks and applications therefor listed in Exhibit A attached hereto and made a part hereof, in the name of the Mark Owner, together with the registrations thereof and goodwill symbolized thereby (collectively, the "Collateral"). Terms defined in the Security Agreement and not otherwise defined herein are used herein with the meanings so defined.
2. The Mark Owner is the exclusive owner of all rights in the Collateral, including all rights to prosecute for unconsented use and infringement thereof. The Mark Owner has the capacity to grant to the Secured Party the security interests granted under the Security Agreement.

The Mark Owner and the Secured Party have executed this Memorandum effective as of the date first above written.

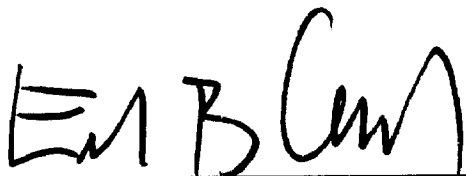
Mark Owner:

Secured Party:

TRANSMONTAIGNE INC.

FLEET NATIONAL BANK  
(f/k/a BANKBOSTON, N.A.),  
as Collateral Agent

By



Title: Erik B. Carlson  
Senior Vice President

By

Title:

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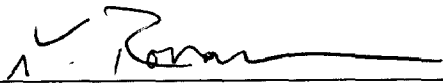
Mark Owner:

Secured Party:

TRANSMONTAIGNE INC.

FLEET NATIONAL BANK  
(f/k/a BANKBOSTON, N.A.),  
as Collateral Agent

By \_\_\_\_\_  
Title:

By   
Title: **TERRENCE RONAN, Director**

Mark Applied For: TM  
Party Filing Application: TransMontaigne Inc. (a Delaware corporation)  
Application Number: Serial Number 75/767826  
Application Date: August 4, 1999

MHODMA.Active;8190548;2