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

70 ATR 24 AM 10: 29

05-15-2000



101356439

OPR/FINANCE PECOPDATION	N CODE COVER CHEET			
RECORDATION FORM COVER SHEET				
TRADEMARKS ONLY  TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(les).				
Submission Type    New	Conveyance Type  Assignment License			
Resubmission (Non-Recordation) Document ID #  Correction of PTO Error Reel # Frame #  Corrective Document Reel # Frame #  Conveying Party	X   Security Agreement   Nunc Pro Tunc Assignment			
Name Interview. Inc. 3 29 2000				
Formerly				
Individual General Partnership Limited Partnership Corporation Association				
Other				
Citizenship/State of Incorporation/Organization DE				
Receiving Party  Mark if additional names of receiving parties attached				
Name Toronto Dominion (Texas), Inc.				
DBA/AKA/TA				
Composed of				
Address (line 1) 909 Fannin Street				
Address (line 2) Suite 1700				
Address (line 3) Houston	TX, USA 77010			
Individual General Partnership  X Corporation Association	State/Country 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			
Other	document from Assignment.)			
Citizenship/State of Incorporation/Organization  FOR OFFICE USE ONLY				
2/2000 JSHABAZZ 00000276 75002321 FOR OFFICE USE ONLY				
2481 40.60 GP 3482 75.00 DP				
Public burden reporting for this collection of Information is estimated to average	e approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and ling 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 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND RECUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover shoots. Information for the control of the cover shoots.

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

**TRADEMARK REEL: 002070 FRAME: 0562** 

U.S. Department of Commerc Patent and Trademark Office

TRADEMARK

FORM PTO-1 Expires 06/30/09 OMB 0651-0027	618B	Page 2	U.S. Department of Commerce Patent and Trademark Office TRADEMARK		
Domestic Re	c 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 (212) 858-1000					
Name [	Thomas Maddi, Esq.				
Address (line 1)	Winthrop, Stimson, Putnam & Roberts				
Address (line 2)					
Address (line 3)					
Address (line 4)					
Pages Enter the total number of pages of the attached conveyance document #					
including any attachments.  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)  75/002321  1153870					
		1462884			
75/34384	<u>8</u> ] [ [_	1402004			
Number of Properties Enter the total number of properties involved. # 4					
Fee Amoun	t Fee Amour	nt for Properties Listed (37 CFR 3.41):	\$ 115		
Method of Payment: Enclosed × 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.					
Termica	Man	Versuca Muse	4/24/00		
Nome	of Person Signing	Signature	Date Signed		

TRADEMARK REEL: 002070 FRAME: 0563 MEMORANDUM OF SECURITY AGREEMENT

**TRADEMARKS** 

Pursuant to a Security Agreement dated as of March 29, 2000 (the "Security

Agreement"), Interview, Inc., whose office is located at 575 Broadway, New York, NY 10012

("Pledgor"), has granted to Toronto Dominion (Texas), Inc., whose chief executive office is

located at 909 Fannin Street, Suite 1700, Houston, TX 77010 (the "Secured Party"), a continuing

security interest in, and a continuing lien upon, the Collateral (as that term is defined in the

Security Agreement), including the trademarks and trademark applications listed on the attached

Schedule, and all registrations, renewals and proceeds (including accounts receivable and

royalties) thereof (the "Trademarks"), together with the good will of the business connected with

the use of and symbolized by the Trademarks. The Secured Party's security interest in and lien

upon the Trademarks can be terminated only in accordance with the terms of the Security

Agreement.

Dated: March 29, 2000

Interview, Inc.

Name: Blasum

TRADEMARK REEL: 002070 FRAME: 0564

## **SCHEDULE**

## U.S. Trademark Registrations

MarkRegistration No.Registration DateINTERVIEW (stylized)1153870May 12, 1981INTERVIEW (stylized)1462884Oct. 27, 1987

## U.S. Trademark Applications

 Mark
 Serial No.
 Application Date

 INTERVIEW
 75/002321
 Oct. 6, 1995

 INTERVIEW (stylized)
 75/343848
 Aug. 20, 1997

## California Trademark Registrations

Mark Serial No. Application Date

INTERVIEW (stylized) 89194 Jan. 4, 1989

63223054.02

**RECORDED: 04/24/2000** 

TRADEMARK
REEL: 002070 FRAME: 0565