

07-20-2000



101408241

NO JUL 22 AM 11:28  
COPYFINANCE

**RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY**

6.22.00

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

**Submission Type**

New

Resubmission Document ID # (Non- )

Correction of PTO Error  
Reel #  Frame #

Corrective Document  
Reel #  Frame #

**Conveyance Type**

Assignment  License

Security Agreement  Nunc Pro Tunc Assignment

Merger  Effective Date  
Month Day Year

Change of Name

Other

75359347

**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

**Receiving Party**

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)     
City State/Country Zip Code

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

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.)

07/19/2000 MTHAII 00000174 75359347

FOR OFFICIAL USE ONLY

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

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

787347

**TRADEMARK**  
**REEL: 002104 FRAME: 0958**

**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

Name

Address (line 1)

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 Numbers(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)		
<input type="text" value="75/359,347"/>	<input type="text" value="75/469,442"/>	<input type="text" value="75/671,586"/>	<input type="text" value="2,098,975"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75/567,746"/>	<input type="text" value="75/703,795"/>	<input type="text" value="75/637,982"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75/635,377"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties List (37 CFR 3.41):

\$

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

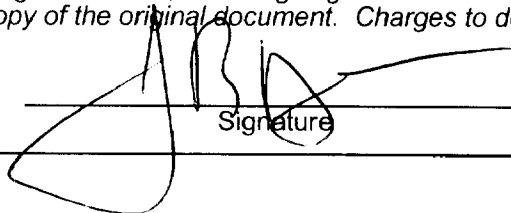
No

**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.

James R. Meyer, Esq.

Name of Person Signing



Signature

6/20/2000

Date Signed

## **NOTICE OF TRADEMARK SECURITY INTEREST**

NOTICE dated as of June 9, 2000 by IMAGEMAX, INC, a Pennsylvania corporation (“Assignor”), having an address at 455 Pennsylvania Avenue, Ft. Washington, Pennsylvania 19034, to and in favor of COMMERCE BANK, NA, having offices at One Commerce Square, 2005 Market Street, 2nd Floor, Philadelphia, Pennsylvania, 19103, for itself and as Agent (“Assignee”) for certain Lenders (the “Lenders”) under a certain Credit Agreement of even date herewith among Assignor, certain of its subsidiaries, the Assignee and the Lenders (as amended, the “Credit Agreement”).

WHEREAS, Assignor is the owner of certain United States Trademarks as listed on Schedule I hereto; and

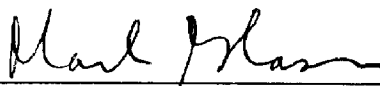
WHEREAS, the Banks have agreed to extend certain credit to the Assignor and certain subsidiaries under the Credit Agreement on condition that the Assignor pledge and grant to Assignee as collateral for the Obligations under the Credit Agreement a security interest and lien in and to such Trademarks and all applications therefor described above, including the registrations thereof, the goodwill associated therewith and all other related claims and rights as more fully described in the Loan Documents (the “Marks”);

NOW THEREFORE, for good and valuable consideration, as security for the due and timely payment and performance of the Obligations, Assignor hereby pledges and grants and collaterally assigns to Assignee for itself and as Agent for the other Lenders a security interest and lien in and to all its rights, title and interest in and to the aforesaid Marks, and gives notice of such security interest and the existence of such Loan Documents providing therefor.

Executed as of the date first above written.

ATTEST:

**IMAGEMAX, INC.**

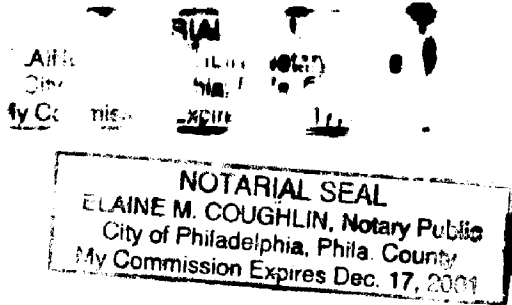
By:   
\_\_\_\_\_  
Mark Glassman  
Chief Financial Officer

COMMONWEALTH OF PENNSYLVANIA :  
 : SS.  
COUNTY OF PHILADELPHIA :

Before me, the aforesaid, a Notary Public in and for the state and county aforesaid, on this 9th day of June, 2000, personally appeared Mark Glassman, to me known personally, and who, being first by me duly sworn, depose and say that he is the Chief Financial Officer of IMAGEMAX, INC., a Pennsylvania corporation, and that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and that they acknowledged said instrument to be the free act and deed of said corporation.

  
\_\_\_\_\_  
Notary Public

My Commission Expires:



# Schedule I

## Schedule of Trademarks

<u>Owner</u>	<u>Trademark</u>	<u>Status</u>	<u>Ser./Reg. No.</u>	<u>Date</u>
ImageMax of Ohio, Inc.	IMAGEMAX	Registered	2,098,975	9/23/97
ImageMax, Inc	IMAGEMAX	Pending	75/359,347	9/18/97
ImageMax, Inc.	IMAGEMAX & Design	Pending	75/469,442	4/17/98
ImageMax, Inc.	IMAGEMAX ES	Pending	75/671,586	3/31/99
ImageMax, Inc.	SCANTRAX	Opposition Pending	75/567,746	10/9/98
ImageMax, Inc.	SCANTRAX RETRIEVAL	Pending	75/703,795	5/12/99
ImageMax, Inc.	WEB X WEBTRAX & Design	Pending	75/637,982	2/5/99
ImageMax, Inc.	WEBTRAX	Pending	75/635,377	2/5/99