

07-25-2000



101413288

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

7-14-00

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
- Security Agreement
- Merger
- Change of Name
- Other
- License
- Nunc Pro Tunc Assignment
Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

102999

Name **UroSurge, Inc.**

Formerly

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

Receiving Party

Mark if additional names of receiving parties attached

Name **MMC/GATX Partnership No. 1**

DBA/AKA/TA **c/o GATX Capital Corporation**

Composed of

Address (line 1) **Four Embarcadero Center, Suite 2200**

Address (line 2)

Address (line 3)

San Francisco

City

California/USA

State/Country

94111

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.)

FOR OFFICE USE ONLY

07/24/2000 NTHAI1 0000067 74708492

01 FC:481

40.00 OP

02 FC:482

150.00 OP

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Mail documents to be recorded with required cover sheet(s) information to:

TRADEMARK

REEL: 002108 FRAME: 0567

FORM PTO-1618B

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U.S. Department of Commerce
Patent and Trademark Office

Expires 06/30/99
OMB 0651-0027

TRADEMARK

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 Number

(415) 955-3200

Name **MMC/GATX Partnership No. 1**

Address (line 1) **c/o GATX Capital Corporation**

Address (line 2) **Four Embarcadero Center, Suite 2200**

Address (line 3) **San Francisco, California 94111**

Address (line 4)

Pages

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

3

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)

| | | | | | |
|----------|----------|----------|---------|---------|---------|
| 74708492 | 75399624 | 75432313 | 2058421 | 2106560 | 2271128 |
| 75432322 | | | | | |
| | | | | | |

Number of Properties

Enter the total number of properties involved.

7

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 190.00

Method of Payment:

Deposit Account

Enclosed

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.

Maureen C. Dellinger, Associate
Counsel, GATX Capital Corporation,
general partner of

MMC/GATX Partnership No. 1

Name of Person Signing

Maureen C. Dellinger

Signature

July 13, 2000

Date Signed

GRANT OF SECURITY INTEREST

TRADEMARKS

THIS GRANT OF SECURITY INTEREST, dated as of October 29, 1999, is executed by UROSURGE, INC., a Delaware corporation ("Debtor"), in favor of MMC/GATX PARTNERSHIP NO. I ("Secured Party").

A. Pursuant to a Loan and Security Agreement, dated as of October 29, 1999 (the "Agreement") among Debtor and the Secured Party, the Secured Party has agreed to extend certain credit facilities to Debtor upon the terms and subject to the conditions set forth therein;

B. Debtor owns the registered trademarks, service marks (and applications and registrations therefor), of the United States, more particularly described on Schedules 1-A and 1-B annexed hereto as part hereof (collectively, the "Trademarks");

C. Pursuant to the Agreement, Debtor has granted to Secured Party a security interest in all right, title and interest of Debtor in and to the Trademarks, together with associated goodwill, and all proceeds thereof, including any and all causes of action which may exist by reason of infringement thereof for the full term of the Trademarks (the "Collateral"), to secure the prompt payment, performance and observance of the Obligations, as defined in the Agreement;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Debtor does hereby further grant to Secured Party a security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations.

Debtor does hereby further acknowledge and affirm that the rights and remedies of Secured Party with respect to the security interest in the Collateral granted hereby are more fully set forth in the Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

Secured Party's address is: MMC/GATX Partnership No. I
c/o Meier Mitchell & Company
Four Orinda Way, Suite 200-B
Orinda, California 94563

IN WITNESS WHEREOF, Debtor has caused this instrument to be executed as of the day and year first written above.

UROSURGE, INC.

By:



Name: MICHAEL J. MAGLIOCCHETTI

Title: PRESIDENT & CEO

SCHEDULE 1-A TO GRANT OF SECURITY INTEREST

TRADEMARKS

| Trademark | Registration Number | Registration Date |
|--|----------------------------|--------------------------|
| AcuTrainer (URO001) | 2,058,421 | 4-29-99 |
| UroSurge (14796-TM1001) | 2,106,560 | 10-21-97 |
| SANS (Stoller Afferent Nerve Stimulator) (14796-TM1002) | 2,271,128 | 8-17-99 |

SCHEDULE 1-B TO GRANT OF SECURITY INTEREST

TRADEMARK APPLICATIONS

| Trademark Application | Application Number | Application Date |
|--------------------------------|---------------------------|-------------------------|
| Fluid Warming System (URE-045) | 74-708492 | 7-28-95 |
| UroVive (14796-TM1003) | 75/399,624 | 12-3-97 |
| FILASTENT (14796-TM1005) | 75-432313 | |
| SPIRASTENT (14796-TM1004) | 75-432322 | |