

09-18-2000

SHEET U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

FOR [Barcode]

1-31-

08-17-2000



101460364

Original documents or copy thereof.

811700

To 1 U.S. Patent & TMO/TM Mail Rcpt Dt. #22 IS a

1. Name and address of conveying party(ies):  
 Clement Communications, Incorporated  
 10 Lacrue Avenue  
 Concordville, PA 19331

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State PA  
 Other \_\_\_\_\_

Additional name(s) of conveying party(ies) attached? 1 Yes 2 No

3. Nature of conveyance:

Assignment                               Merger  
 Security Agreement               Change of Name  
 Other \_\_\_\_\_

Execution Date: May 14, 1999

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

Name: PNC Bank, National Association  
 Attention: George Teplica  
 Street Address: 1000 Westlakes Drive  
 Suite 200  
 City: Berwyn  
 State: PA  
 ZIP: 19312

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State \_\_\_\_\_  
 Other a National Banking Association

If assignee is not domiciled in the United States, a domestic representative designation is attached: 5 Yes 6 No  
 (Designations must be a separate document from Assignment)  
 Additional name(s) & address(es) attached? 7 Yes 8 No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See attached Schedule A which lists trademarks

Additional numbers attached?  Yes  No

2202361

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

Name: Drinker Biddle & Reath LLP  
 Internal Address: **Rita E. Knepley**  
 Street Address: 1000 Westlakes Drive  
 Suite 300  
 City: Berwyn  
 State: PA  
 ZIP: 19312

6. Total number of applications and registrations involved:

14

7. Total fee (37 CFR 3.41): ..... \$ 365

Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

09/15/2000 MTHAI1 00000459 2202361

01 FC:481                              40.00 OP  
 02 FC:482                              325.00 OP

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.

Mary J. Mullany  
 Name of Person Signing

Mary J. Mullany  
 Signature

August 11, 2000  
 Date

Total number of pages comprising cover sheet: 4

**SCHEDULE A TO TRADEMARK ASSIGNMENT**

<u>TRADEMARK</u>	<u>APPLICATION OR REGISTRATION NO.</u>	<u>COUNTRY</u>	<u>REGISTRATION OR FILING DATE</u>
Issues and Answers In Sales Management	2,202,361	USA	November 3, 1998
Managing Employees Under FMLA & ADA	2,242,294	USA	April 27, 1999
Managing Today's Health Care Worker	2,242,290	USA	April 27, 1999
Master Salesmanship	1,201,088	USA	July 13, 1982
Quality Assurance Posters	1,949,816	USA	January 16, 1996
Safe Attitude	1,334,279	USA	May 7, 1985
Safety & the Supervisor	1,987,775	USA	July 16, 1996
Safety and the Supervisor	1,797,376	USA	October 5, 1993
The Supervisor's Guide To OSHA Regulations	2,242,283	USA	April 27, 1999
Supervisor's Guide to Employment Practices	1,987,774	USA	July 16, 1996
Supervisor's Guide to Quality & Excellence	1,987,773	USA	July 16, 1996
The Better – Work Supervisor	1,108,636	USA	December 12, 1978
The Supervisor's Guide To Improved Customer Service & Retention	2,096,173	USA	September 9, 1997
The Marketing Revolution	Serial No. 75/180,539	Pending USA Application	Filed October 11, 1996

TRADEMARK ASSIGNMENT

WHEREAS, CLEMENT COMMUNICATIONS, INCORPORATED (the "Grantor") is the owner of the entire right, title and interest in and to the United States trademarks, trade names and registrations listed on Schedule A attached hereto and made a part hereof (collectively, the "Trademarks"), which are registered in the United States Patent and Trademark Office or which are subject of pending applications in the United States Patent and Trademark Office; and

WHEREAS, PNC BANK, NATIONAL ASSOCIATION, having a place of business at 1600 Market Street, Philadelphia, PA 19103, identified as the "Bank" under that certain Rider to Security Agreement - Trademarks (the "Rider") of even date herewith (the "Grantee") is desirous of acquiring said Trademarks;

WHEREAS, the Grantee has a security interest in the assets of the Grantor adequate to carry on the business of the Grantor; and


WHEREAS, the Rider provides that this Assignment shall become effective upon the occurrence of an Event of Default as defined in the Security Agreement dated as of May 14, 1999 by and between the Grantor, Clement Communications, Incorporated, Business Research & Development Corporation and Clement Communications Holdings, Ltd. and the Grantee.

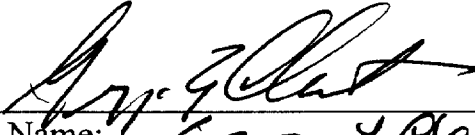
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, and intending to be legally bound hereby, the Grantor, for itself and its successors and assigns does hereby collaterally transfer, assign and set over unto Grantee, its successors, transferees and assigns, all of its present and future right, title and interest in and to the Trademarks, the goodwill of the business associated with such Trademarks and all proceeds thereof and all rights and proceeds associated therewith.

IN WITNESS WHEREOF, the undersigned has caused this Trademark Assignment to be executed by its duly authorized officer on this 14th day of May, 1999.

ATTEST:

CLEMENT COMMUNICATIONS,  
INCORPORATED

By:   
Print Name: MICHAEL J. LORAN  
Title: SECRETARY

By:   
Print Name: George Y. Clavet  
Title: PRESIDENT

STATE OF PENNSYLVANIA

)

ss:

)

COUNTY OF CHESTER

)

On this, the 14<sup>th</sup> day of May, 1999, before me, a Notary Public, the undersigned officer, personally appeared GEORGE Y. CLEMENT, who acknowledged himself/herself to be the PRESIDENT of Clement Communications, Incorporated, a Pennsylvania corporation, and that he/she, in such capacity, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing on behalf of said CORPORATION.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Dena D. Lyons  
Notary Public  
My commission expires:

