

11-08-2000

Patents To
 Trademarks Plea



RS:
copy hereof.

1. Name of Party(ies) conveying an 101510031 Address of Party(ies) receiving an interest:

Procom Technology, Inc.

10-18-00

Name: The CIT Group/Business Credit, Inc.
Internal Address: _____
Street Address: 300 South Grand Avenue, Third Floor
City: Los Angeles
State: California Zip: 90071

Entity (e.g. Procom Technology, Inc.):
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State: California
 Other _____

Entity (The CIT Group/Business Credit, Inc.):
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State: New York
 Other _____
Citizenship _____

If not domiciled in the United States, a domestic representative designation is attached:
 Yes
 No

3. Interest Conveyed:
 Assignment Association
 Security Agreement Limited Partnership
 Other _____
Execution Date: As of October 10, 2000

4. Application number(s), patent numbers, or registration number(s). Additional sheet attached: Yes No

Trademark Registration Nos.: 75-458017, 75-423629, 75-113101, 75-381847, 75-381845
Trademark Application Nos.: 76-094061, 76-094070, 76-094071, 76-094073, 76-058616

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

Name: Federal Research Corporation
Internal Address: Ms. Penelope Agodoa
Street Address: 400 Seventh Street, N.W., Suite 101
City: Washington
State: District of Columbia Zip: 20004

11/07/2000 DBYRNE 00000085 75458017

6. Number of applications, patents, or registrations involved:

10

7. Amount of fee enclosed or authorized to be charged:

\$265.00 (e.g. \$40.00 x 1 + \$25.00 x 9)

8. Deposit account number (Attach duplicate copy of this form if paying by deposit account):

FC:481 40.00 OP DO NOT USE THIS SPACE
FC:482 225.00 OP

9. Date of execution of attached document As of October 10, 2000

10. 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 documents.

October 16, 2000
Date

Paul Toland
Name of Person Signing

Signature

GRANT OF SECURITY INTEREST

TRADEMARKS

THIS GRANT OF SECURITY INTEREST, dated as of October 10, 2000, is executed by Procom Technology, Inc., a California corporation ("Borrower"), in favor of The CIT Group/Business Credit, Inc. ("Lender").

A. Pursuant to a Financing Agreement dated as of the date hereof (the "Financing Agreement") between Borrower and Lender, Lender has agreed to extend certain credit facilities to Borrower upon the terms and subject to the conditions set forth therein.

B. Borrower has adopted, used and is using the trademarks, more particularly described on Schedules 1-A and 1-B annexed hereto as part hereof, which trademarks are registered or subject to an application for registration in the United States Patent and Trademark Office (collectively, the "Trademarks");

C. Borrower has entered into a Security Agreement (Intellectual Property) dated the date hereof (the "Security Agreement") in favor of Lender; and

D. Pursuant to the Security Agreement, Borrower has granted to Lender a security interest in all right, title and interest of Borrower in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the customer lists and records related to the Trademarks and the applications and registrations thereof, and all proceeds thereof, including any and all causes of action which may exist by reason of infringement thereof (the "Collateral"), to secure the payment, performance and observance of the Obligations, as defined in the Security Agreement;

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

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

Lender's address is:

The CIT Group/Business Credit, Inc.
300 South Grand Ave.
Third Floor
Los Angeles, California 90071
Attn.: Manager
Telecopier No.: (213) 613-2501

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

PROCOM TECHNOLOGY, INC.

By: Alex Aydin
Name: ALEX AYDIN
Title: CEO

SCHEDULE 1-A TO GRANT OF SECURITY INTEREST

TRADEMARKS

<u>Trademark</u>	<u>Jurisdiction</u>	<u>Reg. Date</u>	<u>Reg. No.</u>
Reliant 1000	United States	September 12, 2000	75-458017
Jetstream	United States	January 18, 2000	75-423629
CD Force	United States	August 5, 1997	75-113101
DVD Force- Allowed intent to use	United States	July 18, 2000	75-381847
Data Force- Allowed intent to use	United States	March 28, 2000	75-381845

Schedule 1-A

DOCSLA1:360947.1
6894-123 REB

TRADEMARK
REEL: 002169 FRAME: 0978

SCHEDULE 1-B TO GRANT OF SECURITY INTEREST

TRADEMARK APPLICATIONS

<u>Trademark</u>	<u>Jurisdiction</u>	<u>Date Filed</u>	<u>Application No.</u>
Cache Force	United States	July 14, 2000	76-094061
Atomlite	United States	July 14, 2000	76-094070
Atom Drive	United States	July 14, 2000	76-094071
Procom Technology	United States	July 24, 2000	76-094073
Netforce	United States	May 15, 2000	76-058616

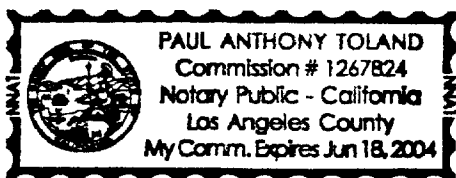
CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

On October 10, 2000, before me, Paul Toland, Notary Public,
Date Name and Title of Officer (e.g. "Jane Doe, Notary Public")

personally appeared Alex Aydin
Name of Signer(s)

personally known to me – OR – proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Paul Toland

Signature of Notary Public

OPTIONAL

Though the data below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent reattachment of this form.

CAPACITY(IES) CLAIMED BY SIGNER(S)

- Individual
- Corporate Officer

CFO

Title(s)

- Partner(s) Limited General
- Attorney-In-Fact
- Trustee(s)
- Guardian/Conservator
- Other: _____

DESCRIPTION OF ATTACHED DOCUMENT

Grant of Security Interest (Trademarks)

Title or Type of Document

Number of Pages

Date of Document

Signer is Representing:
Name of Person(s) or Entity(ies)

Procom Technology, Inc.

Signer(s) Other Than Named Above