

11-17-2000



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RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

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

☐ License

☒ Security Agreement

☐ Nunc Pro Tunc Assignment

☐ Merger

☐ Change of Name

☐ Other

Effective Date  
Month Day Year

9 30 00

Conveying Party

☐ Mark if additional names of conveying parties attached

Name Bank of America Commercial Finance Corporation

Execution Date  
Month Day Year

9 30 00

Formerly NationsCredit Commercial Corporation

☐ Individual ☐ General Partnership ☐ Limited Partnership ☒ Corporation ☐ Association

☐ Other

☒ Citizenship/State of Incorporation/Organization Delaware

Receiving Party

☐ Mark if additional names of receiving parties attached

Name Foothill Capital Corporation

DBA/AKA/TA

Composed of

Address (line 1) 2450 Colorado Avenue, Suite 3000 West

Address (line 2)

Address (line 3) Santa Monica

California

90404

City

State/Country

Zip Code

☐ Individual ☐ General Partnership ☐ Limited Partnership

☒ Corporation ☐ Association

☐ Other

☐ Citizenship/State of Incorporation/Organization California

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

11/16/2000 MT:AT: 10000132 75550685

01 FC:481  
02 FC:482

40.00 DP  
100.00 DP

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

TRADEMARK  
REEL: 002177 FRAME: 0383

**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

212-661-9100

Name

Otterbourg, Steindler, Houston &amp; Rosen, P.C.

Address (line 1)

Andrew M. Kramer, Esq.

Address (line 2)

Address (line 3)

230 Park Avenue

Address (line 4)

New York, New York 10169

**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)**

75550685

74609239

**Registration Number(s)**

2036836

2026307

2057468

**Number of Properties**

Enter the total number of properties involved.

#

5

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

140

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.

Steven Goldberg

Name of Person Signing

Signature

Date Signed

ASSIGNMENT OF INTEREST IN TRADEMARK AND  
TRADE NAME COLLATERAL ASSIGNMENT AND SECURITY AGREEMENT

WHEREAS, Banc of America Commercial Finance Corporation f/k/a NationsCredit Commercial Corporation, a Delaware corporation, with an office at 1177 Avenue of the Americas, 36<sup>th</sup> Floor, New York, New York 10036 ("Assignor") entered into a Loan and Security Agreement, dated July 22, 1999 (as amended from time to time, the "Loan Agreement") by and among, *inter alia*, Assignor as Lender and Sage Terrace, Inc., a Washington Corporation, with its chief executive office at 1765 Sixth Avenue South, Seattle, Washington 98134 ("Borrower") as borrower; and

WHEREAS, pursuant to the Loan Agreement, and as evidenced by a Trademark and Trade Name Collateral Assignment and Security Agreement, dated July 22, 1999 (the "Trademark Assignment"), Borrower granted to Assignor a security interest in substantially all of Borrower's assets, including, without limitation, its patents, patent applications, trademarks, trademark applications, tradenames, service marks, service mark applications, goodwill and licenses; and

WHEREAS, an executed copy of the Trademark Assignment was filed at the United States Patent and Trademark Office in Reel 002080, Frame 0769 on January 19, 2000; and

WHEREAS, Foothill Capital Corporation, a California corporation, having an office at 2450 Colorado Avenue, Suite 3000 West, Santa Monica, California 90404 ("Assignee") has requested that Assignor assign its interest in the patents, trademarks and trademark applications subject to the Trademark Assignment.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby:

1. assigns to Assignee any and all liens, security interests, right, title and interest of Assignor pursuant to the Trademark Assignment including, without limitation, its interest in the patents, trademarks and trademark applications (together with the goodwill of the business symbolized thereby) which are set forth and described more fully on Exhibit A to the Trademark Assignment, without recourse or representation or warranty express or implied;
2. represents and warrants to Assignee that Assignor has not previously assigned or transferred any of its rights or interests in any security interests in or liens upon any such property; and
3. authorizes and requests the Commissioner of Patents and Trademarks of the United States of America to note and record the existence of the assignment hereby made.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be signed by its duly authorized officer as of this 30th day of September, 2000.

BANC OF AMERICA COMMERCIAL  
FINANCE CORPORATION

By: Ph S. Zhou

Title: Senior Vice President

STATE OF NEW YORK     )  
  ) ss.:  
COUNTY OF NEW YORK    )

On the 2nd day of Oct, 2000, before me personally came  
Phillip S. Elmore, to me known, who being by me duly sworn, did depose and say, that  
he/she is the Senior Vice President of BANC OF AMERICA COMMERCIAL FINANCE  
CORPORATION and that the foregoing instrument was signed on behalf of such corporation by  
authority of its Board of Directors, and he/she acknowledged the execution of said instrument to  
be the free act and deed of said corporation.

Daniel P. Greenstein  
Notary Public

DANIEL P. GREENSTEIN  
Notary Public, State of New York  
No. 02GR6028664  
Qualified in New York County  
Commission Expires August 2, 2001