

12-21-00

01-12-2001



Docket No.:

014951/0241

Tab settings

To the Honorable Commissioner of Patents

101581274

Attached original documents or copy thereof.

1. Name of conveying party(ies):

CLINICAL STUDIES, LTD.
10 DORRANCE STREET
PROVIDENCE, RHODE ISLAND 02903

- Individual(s)
- General Partnership
- Corporation-State **DELAWARE**
- Other

- Association
- Limited Partnership

Additional names(s) of conveying party(ies) Yes No

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

Name: **ABLECO FINANCE LLC, AS AGENT**

Internal Address: **28TH FLOOR**

Street Address: **450 PARK AVENUE**

City: **NEW YORK** State: **NY** ZIP: **10021**

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other **DELAWARE LIMITED LIABILITY CO.**

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: **SEPTEMBER 19, 2000**

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

A. Trademark Application No.(s)

(75/772,952) 75/772,956 75/788,356
75/788,355

Additional numbers

B. Trademark Registration No.(s)

2,337,339

Yes No

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

Name: **PAUL A. JUERGENSEN**

Internal Address: **SCHULTE ROTH & ZABEL LLP**

Street Address: **900 THIRD AVENUE**

City: **NEW YORK** State: **NY** ZIP: **10022**

6. Total number of applications and registrations involved:.....

5

7. Total fee (37 CFR 3.41):.....\$ **140.00**

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

SCHULTE ROTH & ZABEL LLP - 500675

DO NOT USE THIS SPACE

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.

PAUL A. JUERGENSEN

Name of Person Signing

Signature

DECEMBER 19, 2000

Date

4

Total number of pages including cover sheet, attachments, and

ASSIGNMENT FOR SECURITY

(TRADEMARKS)

WHEREAS, CLINICAL STUDIES, LTD. (the "Assignor") has adopted, used and is using the trademarks and service marks listed on the annexed Schedule 1A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Assignor has entered into a Security Agreement, dated as of September 19, 2000 (such agreement, as amended, restated, supplemented or otherwise modified from time to time, being hereafter referred to as the "Security Agreement"), in favor of Ableco Finance LLC (the "Assignee");

WHEREAS, pursuant to the Security Agreement, the Assignor has pledged and assigned to the Assignee and granted to the Assignee a security interest in all right, title and interest of the Assignor in, to and under the Trademarks together with, among other things, the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, 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, the Assignor does hereby pledge and assign to the Assignee and grants to the Assignee a security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations.

The Assignor does hereby further acknowledge and affirm that the terms and conditions of the Assignee's security interest and the rights and remedies of the Assignee with respect to the Collateral 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.

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of September 19, 2000.

CLINICAL STUDIES, LTD.

By: [Signature]
Name: GARY S. GILLHEENEY
Title: SECRETARY, TREASURER & OFFICER

STATE OF New York
COUNTY OF New York ss.:

On this 19th day of September, 2000, before me personally came GARY S. GILLHEENEY to me known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that he is an officer of the corporation designated as an "Assignor" on the foregoing instrument, and that he executed the foregoing instrument in the firm name of such corporation, and that he had authority to sign the same, and he acknowledged to me that he executed the same as the act and deed of said corporation for the uses and purposes therein mentioned.

[Signature: Denise A. Cunsolo]

DENISE A. CUNSOLO
Notary Public, State of New York
No. 01CU5032497
Qualified in Nassau County
Commission Expires August 29, 2002
On file in NY County

SCHEDULE 1A TO ASSIGNMENT FOR SECURITY

(TRADEMARKS AND TRADEMARK APPLICATIONS)

1. CLINICAL STUDIES, LTD. (and Design)
Registered 4/4/00; Reg. No. 2,337,339
Application filed 5/15/98; S/N 75/488,546
2. TOGETHER WE CAN CHANGE HEALTH CARE
Service mark application (intent to use)
Application filed 8/10/99; S/N 75/772,952
3. CSITES
Service mark application (intent to use)
Application filed 8/10/99; S/N 75/772,956
4. SSS
Service mark application (based on use)
Application filed 8/30/99; S/N 75/788,356
5. SITE SUPPORT SERVICES
Service mark application (based on use)
Application filed 8/30/99; S/N 75/788,355

SCHULTE ROTH & ZABEL LLP

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WRITER'S DIRECT NUMBER:
(212) 756-2451

WRITER'S E-MAIL ADDRESS:
paul.juergensen@srz.com

December 19, 2000

EXPRESS MAIL

Commissioner of Patents and Trademarks
Box Assignments
Washington, DC 20231

Re: Recordation of
Assignment For Security (Trademarks)
Our ref.: Ableco Finance LLC/Clinical Studies - 014951/0241

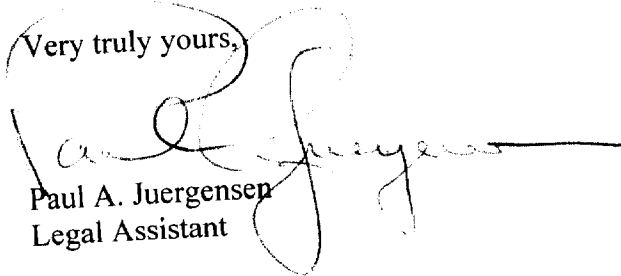
Dear Sir or Madam:

Please record the above-referenced document against the U.S. trademark filings identified in the accompanying Document Cover Sheet.

We authorize the deduction from Schulte Roth & Zabel LLP's Deposit Account No. 500675 of \$140.00, plus any deficiencies therein, to cover recordation fees, and we enclose an extra copy of the Document Cover Sheet for this purpose.

Also enclosed is a self-addressed postage prepaid postcard, which we request that you date stamp and return to acknowledge your receipt of this filing.

Very truly yours,


Paul A. Juergensen
Legal Assistant

Enclosures

cc: Ms. Joanne Rosello
2064049.1

RECORDED: 12/21/2000

TRADEMARK
REEL: 002210 FRAME: 0767