

02-15-2001



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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

#### Conveying Party

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year

Name

Formerly

78021678

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship/State of Incorporation/Organization

#### Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

Individual  General Partnership  Limited Partnership  Corporation  Association

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.)

Other

Citizenship/State of Incorporation/Organization

#### FOR OFFICE USE ONLY

02/14/2001 TDIAZ1 00000015 78021678

01 FD:481 40.00 DP  
02 FD:482 25.00 DP

Handwritten notes and stamps in the office use section.

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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: 002235 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

Name   
Address (line 1)   
Address (line 2)   
Address (line 3)   
Address (line 4)

**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)			Registration Number(s)		
<input type="text" value="78/021,678"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,828,642"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

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.

DAVID F BACON, Jr  
Name of Person Signing

Signature

1-30-01  
Date Signed

**SECURITY INTEREST IN TRADEMARKS**

This Security Interest in Trademarks ("Assignment") is made as of January 31, 2001, by The Potomac Group, Inc., a Tennessee corporation, located at 1283 Murfreesboro Pike, Nashville, Tennessee 37217 ("Debtor") and AmSouth Bank, an Alabama state bank, located at AmSouth Bank Center, Nashville, Tennessee 37237 ("Secured Party").

**BACKGROUND**

A. Debtor owns the trademarks of the United States, more particularly described on Schedule A annexed hereto as part hereof (the "Trademarks").

B. Debtor is indebted to Secured Party and has entered into a Loan and Security Agreement dated January 31, 2001 in favor of Secured Party (the "Agreement").

C. Pursuant to the Agreement, Debtor has granted to Secured Party a security interest in, and mortgage on, all right, title and interest of Debtor in and to the Trademarks, together with the goodwill of the business symbolized by or associated with the Trademarks and the application and registrations, 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 prompt payment, performance and observance of 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, and mortgage on, the Collateral to secure the prompt payment, performance and observance of the Agreement; and

Debtor does hereby further acknowledge and affirm that the rights and remedies of Secured Party and Debtor with respect to the security interest in and mortgage on the Collateral made and granted hereby are more fully set forth in the Agreement.

IN WITNESS WHEREOF, Debtor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of the 31 day of January, 2001.

THE POTOMAC GROUP, INC.

By: R. R. Holt

Title: Secretary / CFO

STATE OF Tennessee )  
COUNTY OF Davidson )

Before me, Jennifer Johnson Notary Public of said County and State, personally appeared David Bacon, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself/herself to be President (or other officer authorized to execute the instrument) of The Potomac Group, Inc., the within named bargainer, a corporation, and that he/she as such President executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself/herself as David Bacon

Witness my hand and seal, at Office in Nashville this 30 day of January, 2001.

Jennifer B. Johnson  
Notary Public

My Commission Expires: 6/24/04

SCHEDULE A TO SECURITY INTEREST IN  
TRADEMARKS

TRADEMARK	FILING DATE	TRADEMARK REGISTRATION/SERIAL NUMBER
MEDICLAIM	08/17/00	78/021,678
MEDIFAX	08/16/92	1,828,642

Successor to Farris, Warfield & Kanaday PLC

HANNAH K. V. CASSIDY  
(615) 782-2262  
FAX (615) 782-2371  
hcassidy@fwar.com

SunTrust Center  
424 Church Street  
Suite 1800  
Nashville, TN 37219-2387  
(615) 244-5200  
(615) 782-2371 FAX  
www.stites.com

February 1, 2001

Commissioner of Patent and Trademarks  
Box ASSIGNMENTS  
Washington, D.C. 20231

RE: Recordation of Security Interest in Trademarks

Marks: MEDICLAIM (Serial No. 78/021,678)  
MEDIFAX (Reg. No. 1,828,642)  
Owner: The Potomac Group, Inc.  
Our Reference No.: 4527.002260

Dear Sir or Madam:

The above-referenced Owner of the above referenced marks (the "Marks") hereby submits Security Interest in Trademarks for recordation ("Declaration") with the United States Patent and Trademark Office. Enclosed please find the following:

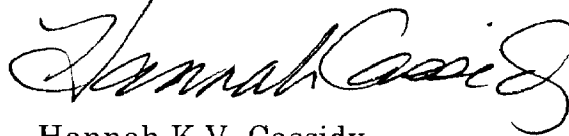
1. Recordation Cover Sheet;
2. Original Security Interest in Trademarks for the above referenced Marks;
3. Check no. 120171 in the amount of \$360.00, which includes the \$80.00 fee for this recordation; and
4. A return addressed post card acknowledging receipt of these items.

February 1, 2001  
Page 2

If you have any questions or comments, please do not hesitate to contact me.

Very truly yours,

STITES & HARBISON PLLC



Hannah K.V. Cassidy

HVC/dm

Enclosures

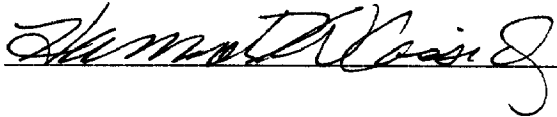
**Certificate of Express Mail**

"Express Mail" Label No. EK144637227US

Date of Deposit: February 1, 2001

I hereby certify that this paper is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service on the date indicated above and is addressed to: Commissioner of Patent and Trademarks, Box ASSIGNMENTS, Washington, D.C. 20231

Name of Person Mailing Paper: Hannah K.V. Cassidy

Signature of Person Mailing Paper: 

Date of Signing: 2/1/01