

04-18-2001



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U.S. Department of Commerce
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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

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Conveyance Type

☐ Assignment

☐ License

☐ Security

☐ Merger

☐ Change of Name

☒ Other

☐ Non-Prop. Type Assignment

RECEIVED
Effective Date
Month Day Year
03/31/97

APR - 6 2001

Notice of Grant of Security Interest

Conveying Party

☐ Mark if additional names of conveying parties attached

Name

Dental Learning Systems Co., Inc.

Execution Date
Month Day Year

03/31/97

Formerly

☐ Individual

☐ General Partnership

☐ Limited Partnership

☒ Corporation

☐ Association

☐ Other

2214066

☒ Citizenship/State of Incorporation/Organization

Delaware

Receiving Party

☐ Mark if additional names of receiving parties attached

Name

First Union National Bank, as Administrative Agent

DBA/AKA/TA

Composed of

Address (line 1)

One First Union Center, TW-10

Address (line 2)

301 South College Street

Address (line 3)

Charlotte

NC

28288-0735

City

State/Country

Zip Code

☐ Individual

☐ General Partnership

☐ Limited Partnership

☐ Corporation

☐ Association

☒ Other

national banking association

☐ Citizenship/State of

Incorporation/Organization

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.)

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Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

Domestic Representative Name and Address

Enter for the first Receiving Party Only.

Name N/AAddress (line 1) Address (line 2) Address (line 3) Address (line 4) **Correspondent Name and Address**Area Code and Telephone Number (919) 286-8000Name Steven D. ThomasAddress (line 1) Moore & Van Allen, PLLCAddress (line 2) 2200 West Main StreetAddress (line 3) Suite 800Address (line 4) Durham, North Carolina 27705**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

3**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)

2,214,066
1,161,501

Number of Properties

Enter the total number of properties involved.

2**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 65.00

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:

13-4365

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 D. Thomas

Name of Person Signing

Steven D. Thomas
SignatureApril 3, 2001
Date Signed

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of March 31, 1997, as amended (the "Security Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and First Union National Bank, as Administrative Agent (the "Agent") for the financial institutions referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Agent for the ratable benefit of the Lenders:

TRADEMARKS

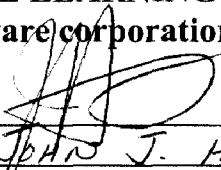
<u>Trademark No.</u>	Description of Trademark <u>Item</u>	Date of <u>Trademark</u>
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SEE ATTACHED
EXHIBIT A

The Obligors and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

DENTAL LEARNING SYSTEMS CO., INC.,
A Delaware corporation

By: 
Name: JOHN J. HENNESSY
Title: CHAIRMAN + CEO

Acknowledged and Accepted:

FIRST UNION NATIONAL BANK,
as Administrative Agent

By: 
Name: _____
Title: HARRY E. ELLIS
MANAGING DIRECTOR
SENIOR VICE PRESIDENT

SCHEDULE A

Dental Learning Systems Co., Inc.
(Delaware Corporation)

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
FAMILY PRACTICE RECERTIFICATION	2,214,066	12/29/98
FAMILY PRACTICE RECERTIFICATION	1,161,501	7/14/81