

4-30-01



101710255

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To the Honorable Commissioner of Pa.

...the attached original documents or copy thereof.

1. Name of conveying party(ies):

TWR Express, Inc.  
38-30 Crescent Street  
Long Island City, New York 11101

- Individual(s)
- General Partnership
- Corporation-State: NY
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached?  Yes  No

3. Nature of conveyances:

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

Execution Date: May 7, 2000

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

Name: Wells Fargo Credit, Inc.

Internal Address: \_\_\_\_\_

Street Address: 119 West 40th Street

City: New York State: NY ZIP: 10018

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State NY
- Other \_\_\_\_\_

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

(Designations must be a separate document from Assignment)

Additional Name(s) & address(es) attached?  Yes  No

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

A. Trademark Application.(s)

SEE ATTACHED SCHEDULE A

B. Trademark registration No.(s)

SEE ATTACHED SCHEDULE A

Additional numbers attached?  Yes  No

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

Name: Federal Research Corporation

Internal Address: \_\_\_\_\_

Street Address: 400 Seventh Avenue, N.W., Suite 101

City: Washington State: DC ZIP: 20004

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

1

7. Total fee (37 CFR 3.41): ..... \$ 40<sup>00</sup>

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: \_\_\_\_\_

(Attach duplicate copy of this page if paying by deposit account)

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

Terrell J. Roberts  
Name of Person Signing

Terrell J. Roberts  
Signature

4-26-01  
Date

Total number of pages including coversheet, attachments and document: \_\_\_\_\_

5

**ASSIGNMENT OF SECURITY**

**WHEREAS**, TWR Express, Inc. ("Borrower") is obligated to Century Business Credit Corporation ("Lender") pursuant to (i) a certain Loan and Security Agreement dated as of July 28, 1999, as amended, modified, restated or supplemented from time to time, the "Loan Agreement") by and between Borrower and Lender; and (ii) a certain Trademark Collateral Security Agreement dated as of July 28, 1999 made by Borrower in favor of Lender (as amended, modified, supplemented or restated from time to time, collectively, the "Agreements");

**WHEREAS**, pursuant to the Agreements, Borrower and Lender entered into a certain Trademark Assignment of Security dated as of July 28, 1999 (the "Assignment of Security") pursuant to which Borrower assigned unto Lender and granted to Lender a security interest in the trademarks and trademark applications shown on the attached Schedule A (the "Trademarks") for which there are recordings or applications in the United States Patent and Trademark Office (the "P&T Office") under the numbers shown on the attached Schedule A, all proceeds thereof, all rights corresponding thereto, the recordings and applications therefor and the goodwill of the business to which each of the Trademarks relate;

**WHEREAS**, the Assignment of Security was filed with the P&T Office at Reel 001939, Frame 0063;

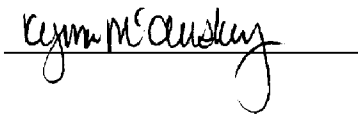
**WHEREAS**, Lender and Wells Fargo Credit, Inc. ("WFCI") have entered into an Agreement pursuant to which Lender assigned to WFCI all of its right, title and interest in, inter alia, the Agreements and the Assignment of Security;

**NOW, THEREFORE**, for good and valuable consideration, receipt of which is hereby acknowledged, Lender does hereby assign unto WFCI all of its right, title and interest in the Assignment of Security.

Dated as of: May 7, 2000

WITNESS:

CENTURY BUSINESS CREDIT CORPORATION

  
\_\_\_\_\_

By:   
Title: SR. VICE PRES.

Address: 119 West 40<sup>th</sup> Street  
New York, New York 10018

WITNESS:

begin McCuskey

WELLS FARGO CREDIT, INC.

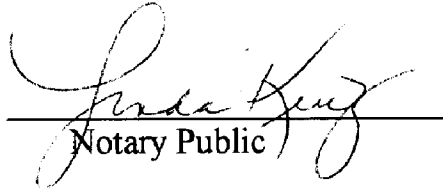
By:    *M. Bulich*     
Title: *1st vice President*

Address: 119 West 40<sup>th</sup> Street  
New York, New York 10018  
Attention: Account Manager – TWR  
Express, Inc.

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

On this 27 day of March, 2001, before me personally came Steven Stone, to me known, who, being by me duly sworn, did depose and say that he is the Sr. V.P. of Century Business Credit Corporation, the corporation described in and which executed the foregoing instrument; and that he was authorized to sign his name thereto on behalf of said corporation.

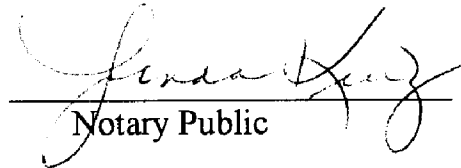
**Linda Kurz**  
Notary Public, State of New York  
No. 01KU5033942  
Qualified in Bronx County  
Commission Expires: 9/26/02

  
\_\_\_\_\_  
Notary Public

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

On this 27 day of March, 2001, before me personally came Manroce Balick, to me known, who, being by me duly sworn, did depose and say that he is the 1<sup>st</sup> V.P. of Wells Fargo Credit, Inc., the corporation described in and which executed the foregoing instrument; and that he was authorized to sign his name thereto on behalf of said corporation.

**Linda Kurz**  
Notary Public, State of New York  
No. 01KU5033942  
Qualified in Bronx County  
Commission Expires: 9/26/02

  
\_\_\_\_\_  
Notary Public

**Schedule A**

Schedule A to an Assignment of Security dated as of May 7, 2000 by and between CENTURY BUSINESS CREDIT CORPORATION and WELLS FARGO CREDIT, INC.

<b>Trademark</b>	<b>Application or Registration Number</b>	<b>Filing Due</b>
TWR EXPRESS and DESIGN	2,085,602	8/05/1997