

07-09-2001



RECORDATION 191771550 ET
TRADEMARKS ONLY

7/9/01

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

Name Execution Date
Month Day Year

Formerly

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

Other

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.)

07/09/2001 6TON11 00000033 75724466

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 OP
150.00 OP

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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: 002324 FRAME: 0654

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="75/724466"/>	<input type="text" value="75/901359"/>	<input type="text"/>	<input type="text" value="2,393,184"/>	<input type="text" value="2,389,611"/>	<input type="text" value="2,424,948"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,406,046"/>	<input type="text" value="2,450,887"/>	<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.

Debra M. Feins, Esq.

7/6/2001

Name of Person Signing

Signature

Date Signed

NOTICE OF SECURITY INTEREST IN TRADEMARKS

June 13, 2001

U.S. Patent and Trademark Office
Office of Public Records
Attn: Customer Services Counter
1213 Jefferson Davis Highway, Third Floor
Arlington, Virginia 22202


Ladies and Gentlemen:

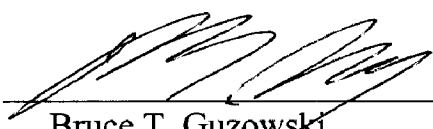
Pursuant to a Conditional Assignment of Trademarks dated March 26th, 1999 among HCRPO CORP. (formerly, OPUSCOMM CORP.), OPUS COMMUNICATIONS, INC., THE GREELEY COMPANY, INC. and THE GREELEY EDUCATION COMPANY, INC., each a Massachusetts corporation (collectively, the "Assignors") and CITIZENS BANK OF MASSACHUSETTS (as successor in interest to State Street Bank and Trust Company), a Massachusetts bank (the "Bank") (as amended, restated or otherwise modified from time to time), the Assignors have granted to the Bank, a continuing security interest in and conditional assignment of its now owned or licensed (whether as licensee or licensor) or hereafter acquired or licensed (whether as licensee or licensor) registered trademarks and service marks and trademarks and service marks for which applications to register and "verified statements of use" under 15 U.S.C. §1060 have been filed and are pending or are hereafter filed with the U.S. Patent and Trademark Office (the "PTO") or any other governmental authority, including but not limited to, those registered trademarks and service marks and trademark and service mark applications listed on Exhibit A attached hereto (as the same may be amended pursuant hereto from time to time), all renewals thereof, all proceeds of infringement suits, the sole right to sue for past, present, future and threatened infringements of and all rights corresponding thereto throughout the world, and any royalties, licenses, fees, proceeds, improvements and subsequent trademarks or service marks obtained in connection therewith (all of the foregoing being hereinafter collectively referred to as the "Trademarks"), together with a continuing security interest in and a conditional assignment of all its right, title and interest in and to the goodwill of the business to which each of the Trademarks relates. The security interests granted herein are granted in conjunction with the security interests granted by the Assignors to the Bank in the Collateral defined and described under a Security Agreement dated as of March 26, 1999, which, among other things, relate to the products sold under the Trademarks.

IN WITNESS WHEREOF, the parties hereto have caused their duly authorized officers to duly execute this Notice of Security Interest in Trademarks as of this 11 day of June, 2001.

HCPRO CORP.

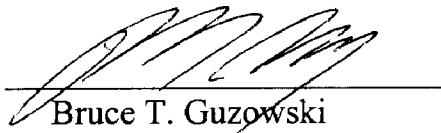
THE GREELEY COMPANY, INC.


By: 
Bruce T. Guzowski
President

By: 
Bruce T. Guzowski
President

OPUS COMMUNICATIONS, INC.

THE GREELEY EDUCATION COMPANY, INC.

By: 
Bruce T. Guzowski
President

By: 
Bruce T. Guzowski
President

CITIZENS BANK OF MASSACHUSETTS

By: _____
Mark A. Young
Senior Vice President

THE COMMONWEALTH OF MASSACHUSETTS
SUFFOLK COUNTY

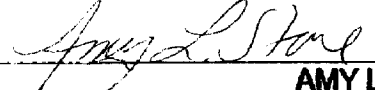
On this ____ day of June, 2001, before me personally appeared Mark A. Young, a Senior Vice President of CITIZENS BANK OF MASSACHUSETTS, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person that executed this instrument, on behalf of said Massachusetts trust company, and acknowledged said instrument so executed to be his free act and deed in said capacity and the free act and deed of said Massachusetts trust company.

Notary Public: _____

My commission expires: _____

THE COMMONWEALTH OF MASSACHUSETTS
ESSEX COUNTY

On this 11 day of June, 2001, before me personally appeared Bruce T. Guzowski, President of HCPRO CORP., OPUS COMMUNICATIONS, INC., THE GREELEY COMPANY, INC., and THE GREELEY EDUCATION COMPANY, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person that executed this instrument, on behalf of said corporations, and acknowledged said instrument so executed to be his free act and the free act and deed of said corporations.

Notary Public: 
AMY L. STONE
NOTARY PUBLIC

My commission expires: _____
MY COMMISSION EXPIRES 9/21/2001

IN WITNESS WHEREOF, the parties hereto have caused their duly authorized officers to duly execute this Notice of Security Interest in Trademarks as of this ___ day of June, 2001.

HCPRO CORP.

THE GREELEY COMPANY, INC.

By: _____
Bruce T. Guzowski
President

By: _____
Bruce T. Guzowski
President

OPUS COMMUNICATIONS, INC.

THE GREELEY EDUCATION
COMPANY, INC.

By: _____
Bruce T. Guzowski
President

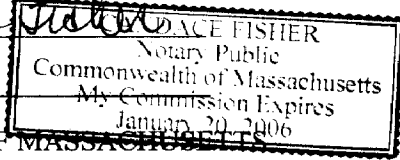
By: _____
Bruce T. Guzowski
President

CITIZENS BANK OF MASSACHUSETTS

By: Mark Young
Mark A. Young
Senior Vice President

THE COMMONWEALTH OF MASSACHUSETTS
SUFFOLK COUNTY

On this 13 day of June, 2001, before me personally appeared Mark A. Young, a Senior Vice President of CITIZENS BANK OF MASSACHUSETTS, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person that executed this instrument, on behalf of said Massachusetts trust company, and acknowledged said instrument so executed to be his free act and deed in said capacity and the free act and deed of said Massachusetts trust company.

Notary Public: Candace Fisher
My commission expires: _____


THE COMMONWEALTH OF MASSACHUSETTS
ESSEX COUNTY

On this ___ day of June, 2001, before me personally appeared Bruce T. Guzowski, President of HCPRO CORP., OPUS COMMUNICATIONS, INC., THE GREELEY COMPANY, INC., and THE GREELEY EDUCATION COMPANY, INC., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person that executed this instrument, on behalf of said corporations, and acknowledged said instrument so executed to be his free act and the free act and deed of said corporations.

Notary Public: _____
My commission expires: _____

EXHIBIT A

A. REGISTERED TRADEMARKS

	<u>Mark</u>	<u>Registration Number</u>
1.	OPUS COMMUNICATIONS	2,393,184
2.	THE GREELEY COMPANY	2,389,611
3.	MEDICAL RECORDS BRIEFING	2,424,948
4.	MEDICAL STAFF BRIEFING	2,406,046
5.	THE GREELEY EDUCATION COMPANY	2,450,887

B. PENDING TRADEMARK APPLICATIONS

	<u>Mark</u>	<u>Serial Number</u>
1.	THE GREELEY EDUCATION COMPANY (and design)	75/724,466
2.	HCPRO	75/901,359