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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

FORM 10-1294
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)

102082889

Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼ ▼

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
IBJ Whitehall Bank & Trust Company
4.15.02

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State (New York)
 Other _____

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

2. Name and address of receiving party(ies)
Name: Allied Capital Corporation
Internal Address: _____
Address: _____

Street Address: 1919 Pennsylvania Ave. NW
3rd Fl.
City: Washington State: DC Zip: 20006-3434

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Maryland
 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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other Confirmatory Assignment of Security Interest
Execution Date: March 28, 2002

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s)
1,344,968

Additional number(s) attached Yes No

6. Total number of applications and registrations involved: 1

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Galina A. Krasilovsky Kirman
Internal Address: Winston & Strawn

Street Address: 200 Park Avenue

City: New York State: NY Zip: 10166

7. Total fee (37 CFR 3.41).....\$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
501-814
(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.

Galina A.K. Kirman *Galina Kirman* 4/15/02
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 5

05/08/2002 DBYRME 0000055 501814 1344968
01 FC:481 40.00 CH

Documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

EL544615430US

TRADEMARK
REEL: 002502 FRAME: 0100

CONFIRMATORY ASSIGNMENT OF SECURITY INTEREST

WHEREAS, IBJ WHITEHALL BANK & TRUST COMPANY, a New York banking corporation with a place of business at One State Street, New York, New York 10004 (hereinafter "ASSIGNOR"), is the owner of that Security Interest dated November 10, 2000 in and to that certain trademark identified in Schedule A hereto, including the trademark registrations and applications for registration thereof, the common law rights pertaining thereto, and in and to the goodwill of the business symbolized by the trademark and connected with the use thereof (hereinafter the "SECURITY INTEREST"), said SECURITY INTEREST recorded at Reel 002206, Frame 0225 with the U.S. Patent and Trademark Office Assignment Division; and

WHEREAS, ALLIED CAPITAL CORPORATION, a Maryland corporation with a place of business at 1919 Pennsylvania Avenue, NW, 3rd Floor, Washington, DC 20006-3434 (hereinafter "ASSIGNEE"), has succeeded by that certain Purchase and Sale Agreement dated March 27, 2002, and is desirous of succeeding of record, to the rights thus owned by ASSIGNOR and acquiring of record therefrom all of ASSIGNOR's right, title and interest in, to and under the SECURITY INTEREST;

NOW, THEREFORE, in consideration of the foregoing premises and the mutual promises set forth herein, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

1. ASSIGNOR effective March 27, 2002, did and hereby does assign, transfer and convey to ASSIGNEE, its successors, legal representatives and assigns, all of ASSIGNOR's right, title, and interest in and to the SECURITY INTEREST in all jurisdictions.
2. ASSIGNOR hereby agrees to authorize and request the Commissioner of Patents and Trademarks of the United States of America and the appropriate officers of all other jurisdictions in which the SECURITY INTEREST is recorded or in which an application for recordation of the SECURITY INTEREST is pending, to record the title of ASSIGNEE, its successors, legal representatives and assigns, as owner of all right, title and interest in and to the SECURITY INTEREST, and to issue the Notice of Recordation resulting from any such application for recordation of the SECURITY INTEREST to ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument.

ASSIGNOR agrees that it will execute and deliver, or cause to be executed and delivered, to ASSIGNEE or ASSIGNEE's legal representatives, any other or additional assignments, documents, certificates, powers or other writings, and take all additional actions, as may be necessary to transfer the SECURITY INTEREST to ASSIGNEE, to effectuate and validate this Confirmatory Assignment, to record this Confirmatory Assignment of the SECURITY INTEREST to ASSIGNEE with the United States Patent and Trademark Office and the appropriate agencies and offices of all jurisdictions in which the SECURITY INTEREST is or may be recorded or in which applications for recordation of the SECURITY INTEREST are pending, under the relevant laws of the United States or any other jurisdictions.

IN WITNESS WHEREOF, the undersigned has executed this Confirmatory Assignment as of this 28th day of March, 2002.

IBJ WHITEHALL BANK & TRUST COMPANY
A New York corporation

By: James J. Dunleavy
Name: James J. Dunleavy
Title: Managing Director

SEAL

State of NY)
County of NY) ss

On this 28th day of March, 2002, before me personally appeared James J. Dunleavy to me personally known, who being duly sworn, did say that he is a managing director of IBJ WHITEHALL BANK & TRUST COMPANY and that he/she duly executed the foregoing instrument for and on behalf of IBJ WHITEHALL BANK & TRUST COMPANY, being duly authorized to do so and that said individual acknowledged said instrument to be the free act and deed of said corporation.

Winnie Lee
Notary Public

WINNIE LEE
Notary Public, State of New York
No. 01LE5056490
Qualified in New York County
Commission Expires 03/04/2004