

08-16-2002

8-16-02

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings



102192577

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

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

1. Name of conveying party(ies):

Foothill Capital Corporation

8-16-02

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

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

2. Name and address of receiving party(ies)

Name: Guaranty Business Credit Corporation

Internal Address:

Street Address: 333 S. Grand Avenue, Suite 1650 City: Los Angeles State: CA Zip: 90071

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

Execution Date: July 10, 2002

Corporation-State DELAWARE

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,062,422

Additional number(s) attached Yes No

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

Name: Orrick Herrington & Sutcliffe

Internal Address: Att: Kathryn Villalobos

Street Address: 777 S. Figueroa St. #3200

City: Los Angeles State: CA Zip: 90017

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00

- 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.

Kathryn Villalobos, Legal Assistant

Signature

8/14/02

Date

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 4

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

08/19/2002 STON11 00000059 2062422

01 FC:481

40.00 00

TRADEMARK REEL: 2563 FRAME: 0205

TRADEMARK ASSIGNMENT

This Assignment granted on this 16th day of July, 2002, by FOOTHILL CAPITAL CORPORATION, a California corporation ("Assignor") and GUARANTY BUSINESS CREDIT CORPORATION, a Delaware corporation ("Assignee"), as follows:

WITNESETH

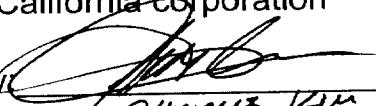
WHEREAS, QUORTECH SOLUTIONS, INC., a Delaware corporation (the "Company") executed a Intellectual Property Security Agreement, dated April 3, 2000, in favor of Assignor, duly recorded on April 20, 2000, at Trademark Reel 002064, Frame 0047 in the United States Patent and Trademark Office (the "Agreement"), pursuant to which the Company assigned and granted to Assignor a security interest in and to all of the Company's right, title and interest in and to certain trademarks, service marks, trade names and applications therefor, as more specifically listed on Exhibit A attached hereto (the "Marks") and the goodwill associated therewith.

WHEREAS, the Assignor wishes to assign all of its right, title and interest in and to the Marks to the Assignee and to assign all of Assignor's liens, claims and encumbrances respecting the Marks, and the goodwill associated therewith, without representation or warranty (collectively, the "Rights").

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Assignor hereby assigns transfers and delivers its entire right, title and interest, including all rights of action and damages for past infringement, in and to the Marks and the Rights, together with the goodwill of the business in connection with which said Marks are used or as symbolized thereby, the registration for such of said Marks as are registered the same to be held and enjoyed by Assignee for its own use and enjoyment, and for the use and enjoyment of its successors, assigns, licensees or other legal representatives.

IN WITNESSETH WHEREOF, the undersigned, by and through this instrument to be executed on the date first written above.

FOOTHILL CAPITAL CORPORATION,
a California corporation

By: 
Name: CHARLES LIM
Title: VICE PRESIDENT

GUARANTY BUSINESS CREDIT
CORPORATION,
a Delaware corporation

By: _____

Name: JESSIE LUZARDO

Title: AVP, LOAN OFFICER

EXHIBIT A

REGISTERED TRADEMARKS

<u>Trademark</u>	<u>Registration Date</u>	<u>Registration No.</u>
Millennium	5-20-97	2,062,422

PENDING TRADEMARKS

<u>Trademark</u>	<u>Filing Date</u>	<u>Serial No.</u>
None		