

12-06-2002



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

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): The Upper Deck Company, LLC 11-18-02
Individual(s) Association
General Partnership Limited Partnership
Corporation-State
Other Limited Liability Company
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Standard Federal Bank, National Association
Internal
Address: c/o LaSalle Business Credit, Inc.
Street Address: 450 North Brand Ave., Ste. 950
City: Glendale State: CA Zip: 91203
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State
Other Federally chartered bank
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: 10/3/2002

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) Not applicable. 769 09630
B. Trademark Registration No.(s) Please see attached Trademark Schedule.
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Robert D. Goldschein, Esq.
Internal Address: Mayer, Brown, Rowe & Maw
Street Address: 350 South Grand Ave, 25th Flr.
City: Los Angeles State: CA Zip: 90071-1503

6. Total number of applications and registrations involved: 42
7. Total fee (37 CFR 3.41): \$1,065.00
Enclosed
Authorized to be charged to deposit account
8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.
Robert D. Goldschein Signature 10/10/02
Name of Person Signing Date
Total number of pages including cover sheet, attachments, and document: 4

12/06/2002 DBYRNE 00000010 76409630
01 FC:8521 40.00 DP
02 FC:8522 1025.00 DP

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

TRADEMARK REEL: 002629 FRAME: 0067

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TRADEMARK SCHEDULE

AMENDMENT

THE UPPER DECK COMPANY, LLC

	TRADEMARK	SERIAL NO.	FILING DATE
1.	COMPACTS	76-409630	May 17, 2002
2.	TODAY IN BASEBALL HISTORY	76-407367	May 14, 2002
3.	COLLECTOR'S ANNEX	76-404805	May 9, 2002
4.	TALL BOYS	76-405162	May 9, 2002
5.	COLLECT THE BEST	76-396173	April 15, 2002
6.	INSCRIPTIONS	76-378768	March 5, 2002
7.	PLAY BALL	76-373403	February 12, 2002
8.	UD SUPERSTARS	76-366667	January 24, 2002
9.	HEAD NODDERZ	76-338381	November 15, 2001
10.	AUTHENTICS	76-332181	October 30, 2001
11.	Design Only	76-332182	October 20, 2001
12.	TOP TIER	76-332183	October 30, 2001
13.	LEGENDARY CUTS	76-332180	October 30, 2001
14.	VICTORY	76-326090	October 16, 2001
15.	TOP SHELF	76-326089	October 16, 2001
16.	HONOR ROLL	76-319120	September 27, 2001
17.	HONOR ROLL	76-319120	September 27, 2001
18.	EURO STARS	76-309607	September 5, 2001
19.	UPPER DECK DIGITAL	76-298352	August 10, 2001
20.	EVOLUTION	76-285125	July 13, 2001
21.	FUTURE WATCH	76-277259	June 25, 2001
22.	Design only	76-275803	June 21, 2001
23.	Design only	76-275804	June 21, 2001
24.	COLLECTOR'S CHOICE	76-264992	May 30, 2001
25.	WIZARD IN TRAINING	76-261340	May 22, 2001
26.	SWEET SHOT	76-253668	May 8, 2001
27.	PIECE OF THE ACTION	76-253788	May 8, 2001
28.	MVP COLLECTION	76-253789	May 8, 2001
29.	WEBPASS and design	76-253667	May 8, 2001
30.	UPPER DECK COLLECTIBLES and design	76-253968	May 7, 2001
31.	TOUR TIPS	76-239585	April 10, 2001
32.	TIGER SLAM	76-239584	April 10, 2001
33.	UD BUCKS	76-232116	March 27, 2001
34.	BLACK DIAMOND	76-232117	March 27, 2001

	TRADEMARK	SERIAL NO.	FILING DATE
35.	WEBPASS	76-232115	March 27, 2001
36.	GAME GEAR	76-229704	March 23, 2001
37.	MAKING THE GRADE	76-229709	March 23, 2001
38.	SP GAME FLOOR EDITION and design	76-220804	March 6, 2001
39.	SP GAME USED EDITION and design	76-220805	March 6, 2001
40.	UPPER DECK ENTERTAINMENT	76-218876	March 2, 2001
41.	UDE and design	76-218877	March 2, 2001
42.	Design only	76-213704	February 19, 2001

**AMENDMENT TO TRADEMARK COLLATERAL
ASSIGNMENT AND AGREEMENT**

WHEREAS The Upper Deck Company, LLC, as successor in interest to The Upper Deck Company ("Upper Deck"), and HSBC Business Credit (USA) Inc., formerly known as HSBC Business Loans, Inc. ("HSBC"), were parties to that certain Trademark Collateral Assignment and Agreement dated April 2, 1998 and recorded with the U.S. Patent and Trademark Office on April 20, 1998 at Reel 1712, Frame 0794 (the "Agreement") whereby Upper Deck granted to HSBC a security interest in all current and future Trademarks (as defined in the Agreement);

WHEREAS, HSBC assigned and transferred all of its rights, remedies and interests under the Agreement to Standard Federal Bank, National Association ("SFB");

WHEREAS the Agreement gives SFB (as successor to HSBC) the right to amend Exhibit A to the Agreement (which listed all of Upper Deck's then known trademark registrations) ("Exhibit A") to include all future acquired and discovered trademark registrations; and

WHEREAS Upper Deck has acquired new trademark registrations and SFB has been made aware of the presence of other trademark registrations;

NOW THEREFORE, SFB and Upper Deck hereby amend Exhibit A to include the additional trademark registrations listed on Exhibit A-1 attached hereto and incorporated herein by this reference. SFB and Upper Deck hereby acknowledge that said additional trademark registrations shall be deemed to be included in the definition of "Trademarks" as set forth in the Agreement. Except as specifically amended herein, the Agreement shall remain in full force and effect as originally written.

IN WITNESS WHEREOF, the parties hereto have executed this Amendment as of September 30, 2002.

STANDARD FEDERAL BANK, NATIONAL
ASSOCIATION

By LaSalle Business Credit, Inc., its Agent

By: Thomas P. Betourmy
Name: Thomas P. Betourmy
Title: Vice President

THE UPPER DECK COMPANY, LLC

By: [Signature]
Name: Greg Richmond
Title: CFO