

12-10-2003

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
Tab settings ⇌ ⇌ ⇌ ▼



102619239 ▼

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): 11.6.03
AVIREX LTD.
 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: Wells Fargo Century, Inc.
Internal Address: _____
Street Address: 111 West 40th Street
City: New York State: NY Zip: 10018
 Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State New York
 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 Trademark Assignment of Security
Execution Date: November 3, 2003

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
See Schedule A Attached

B. Trademark Registration No.(s)
See Schedule A Attached
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Harvey T. Haber
Internal Address: _____
Silverberg Stonehill & Goldsmith, P.C.
Street Address: 111 West 40th Street
City: New York State: NY Zip: 10018

6. Total number of applications and registrations involved: **18**
7. Total fee (37 CFR 3.41).....\$ 465.00
 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.
JEFFREY CYMAN [Signature] 11/3/03
Name of Person Signing Signature Date

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

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

**SCHEDULE A
TO
U.S. PATENT AND TRADEMARK OFFICE
RECORDATION FORM COVER SHEET
DATED NOVEMBER 3, 2003**

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
AVIREX	1,291,156	8/21/1984
THE COCKPIT AND DESIGN	2,335,802	3/28/2000
COWBOYS OF THE SKY	2,092,893	9/2/1997
AVIREX	2,199,758	10/27/1998
AVIREX	2,176,570	7/28/1998
THE COCKPIT AND DESIGN	2,108,141	10/28/1997
AVIREX	1,747,597	1/19/1993
THE COCKPIT	1,686,380	5/12/1992
AVIREX	1,559,615	10/10/1989
“A” and DESIGN	2,745,794	8/5/2003
THE COCKPIT	2,199,124	10/20/1998

<u>Mark</u>	<u>Application No.</u>	<u>Filing Date</u>
AVX	75/045628	1/18/1996
BUAERO	78/113146	3/7/2002
HANGAR 19	78/311493	10/9/2003
SYSTEMS 75	78/308766	10/2/2003
DENIM SYSTEMS	78/308760	10/2/2003
AVIREX DENIM SYSTEMS	78/308748	10/2/2003
COWBOYS OF THE SKY	78/313482	10/14/2003

TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, Avirex, Ltd., a corporation formed under the laws of the State of New York, located at **AVIREX LTD.**, 33-00 47th Avenue, Long Island City, New York 11101 ("Borrower"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Borrower is obligated to **WELLS FARGO CENTURY, INC.** ("Lender") pursuant to (i) a Demand Promissory Note, dated the date hereof, (ii) a Loan and Security Agreement dated the date hereof made by the Borrower in favor of Lender, and (iii) a Trademark Security Agreement dated the date hereof made by Borrower in favor of Lender (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

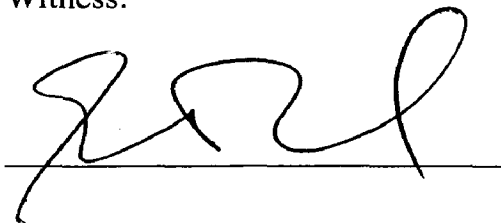
WHEREAS, pursuant to the Agreements, Borrower is granting to Lender a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Borrower does hereby assign unto Lender and grant to Lender a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

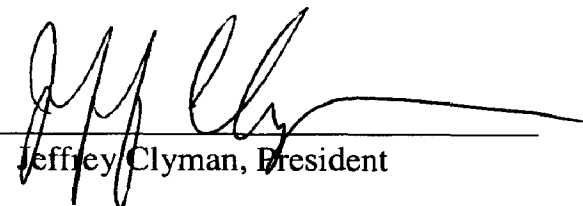
Borrower expressly acknowledges and affirms that the rights and remedies of Lender with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: New York, New York
November 3, 2003

Witness:

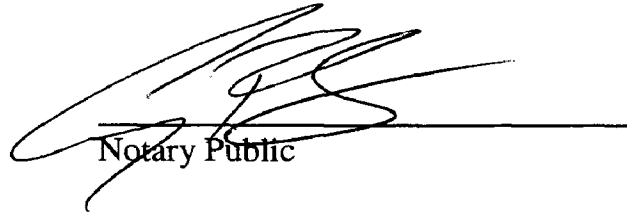


AVIREX, LTD.

By: 
Jeffrey Clyman, President

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

On the 3rd day of November, 2003, before me, the undersigned, a notary public in and for said state, personally appeared Jeffrey Clyman, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.


Notary Public

CORY ROSENBERG
Notary Public, State of New York
No. 01RO6085884
Qualified in New York County
Commission Expires January 13, 2007

**SCHEDULE A
TO A
TRADEMARK ASSIGNMENT OF SECURITY
DATED NOVEMBER 3, 2003
BETWEEN
AVIREX, LTD.
AND
WELLS FARGO CENTURY, INC.**

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
AVIREX	1,291,156	8/21/1984
THE COCKPIT AND DESIGN	2,335,802	3/28/2000
COWBOYS OF THE SKY	2,092,893	9/2/1997
AVIREX	2,199,758	10/27/1998
AVIREX	2,176,570	7/28/1998
THE COCKPIT AND DESIGN	2,108,141	10/28/1997
AVIREX	1,747,597	1/19/1993
THE COCKPIT	1,686,380	5/12/1992
AVIREX	1,559,615	10/10/1989
"A" and DESIGN	2,745,794	8/5/2003
THE COCKPIT	2,199,124	10/20/1998

<u>Mark</u>	<u>Application No.</u>	<u>Filing Date</u>
AVX	75/045628	1/18/1996
BUAERO	78/113146	3/7/2002
HANGAR 19	78/311493	10/9/2003
SYSTEMS 75	78/308766	10/2/2003
DENIM SYSTEMS	78/308760	10/2/2003
AVIREX DENIM SYSTEMS	78/308748	10/2/2003
COWBOYS OF THE SKY	78/313482	10/14/2003