

03-19-2004



102699252
REGISTRATION FORM COVER SHEET
TRADEMARKS ONLY

3-19-04

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 Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

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)
City

State/Country

Zip Code

- Individual General Partnership Limited Partnership Corporation Association
- Other

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.)

Citizenship/State of Incorporation/Organization

03/19/2004 6TOM11 00000035 2587956

FOR OFFICE USE ONLY

01 FC:8521
02 FC:8522

40.00 OP
150.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

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"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2587956"/>	<input type="text" value="2282814"/>	<input type="text" value="2011808"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2445618"/>	<input type="text" value="2253242"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2221742"/>	<input type="text" value="2692986"/>	<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.

Glenda M. Lipp

March 17, 2004

Name of Person Signing

Signature

Date Signed

NOTICE OF SECURITY INTEREST IN U.S. TRADEMARKS

United States Trademark Office:

Please be advised that pursuant to a Security Agreement dated as of March 1, 2004 (the "Security Agreement") by MICROPACK INCORPORATED ("Grantor") for the benefit of CONVERGENT CAPITAL PARTNERS I, L.P., as Collateral Agent ("Secured Party"), Grantor has granted to Secured Party a continuing security interest in, and a continuing lien upon, all of the trademarks and trademark applications described below together with the goodwill of the business with which such trademarks and trademark applications are associated:

TRADEMARKS

See Part I of Exhibit A attached hereto and incorporated herein by reference.

TRADEMARK APPLICATIONS

See Part II of Exhibit A attached hereto and incorporated herein by reference.

Secured Party's security interest in the described trademark and trademark applications can be terminated only in accordance with the terms of the Security Agreement.

Very truly yours,

MICROPACK INCORPORATED

By: James M. George
Its: President

Subscribed and sworn to before me
this 1st day of March, 2004.

Marilyn R. Massa
Notary Public

Marilyn R. Massa
Notary Public
My Commission Expires
April 3, 2009

C:\Documents and Settings\alsym\Local Settings\Temporary Internet Files\OLK2FA\2973683.doc

TRADEMARK
REEL: 002930 FRAME: 0813

EXHIBIT A

TRADEMARKS AND TRADEMARKS APPLICATIONS

PART I. TRADEMARKS

<u>Ser. No.</u>	<u>Reg. No.</u>	<u>Mark</u>	<u>Filing Date</u>
76217029	2587956	ARCTIC MIST	2/27/01
75686071	2445618	VIVA	4/19/99
75446347	2221742	PRIMA	3/9/98
75446346	2282814	QUENCH-IT	3/9/98
75446345	2253242	VIVEAU	3/9/98
76404911	2692986	ARCTIC BLUE	5/9/02
74733087	2011808	HIDDEN SPRINGS	9/22/95

PART II. TRADEMARK APPLICATIONS

<u>MARK</u>	<u>SERIAL NUMBER</u>	<u>FILING DATE</u>