

Form PTO-1594 (Rev. 06/04)
OMB Collection 0651-0027 (exp. 6/30/2005)

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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

Maxcess International Corporation

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State Delaware
☐ Other _____

Citizenship (see guidelines) _____

Execution Date(s) October 12, 2004

Additional names of conveying parties attached? ☐ Yes ☒ No

3. Nature of conveyance:

- ☐ Assignment ☐ Merger
☒ Security Agreement ☐ Change of Name
☐ Other _____

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? ☐ Yes ☒ No

Name: The CIT Group/Business Credit, Inc.

Internal

Address: _____

Street Address: 1211 Avenue of the Americas

City: New York

State: New York

Country: United States Zip: 10036

- ☐ Association Citizenship _____
☐ General Partnership Citizenship _____
☐ Limited Partnership Citizenship _____
☒ Corporation Citizenship New York
☐ Other _____ Citizenship _____

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,391,863

Additional sheet(s) attached? ☐ Yes ☒ No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: David M. Perry, Esquire

Internal Address: 9th Floor

Blank Rome LLP

Street Address: One Logan Square

City: Philadelphia

State: Pennsylvania Zip: 19103-6998

Phone Number: (215) 569-5767

Fax Number: (215) 832-5767

Email Address: perry@blankrome.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00

- ☐ Authorized to be charged by credit card
☒ Authorized to be charged to deposit account
☐ Enclosed

8. Payment Information:

- a. Credit Card Last 4 Numbers _____
 Expiration Date _____
 b. Deposit Account Number 02-2555
 Authorized User Name David M. Perry

9. Signature:

David M. Perry

Signature

Date

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 10

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
 Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

700144660

TRADEMARK
 REEL: 003011 FRAME: 0259

CH \$40.00 022555 2391863

EXECUTION COPY

ASSIGNMENT FOR SECURITY

(TRADEMARKS)

WHEREAS, MAXCESS INTERNATIONAL CORPORATION (the "Assignor") has adopted, used and is using the trademarks and service marks listed on the annexed Schedule 1A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Assignor has entered into a Trademark Security Agreement dated October 12, 2004 (the "Security Agreement") in favor of The CIT Group/Business Credit, Inc., as agent for certain lenders (the "Assignee");

WHEREAS, pursuant to the Security Agreement, the Assignor has granted to the Assignee a lien on and security interest in all right, title and interest of the Assignor in, to and under the Trademarks, together with the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof (the "Collateral"), to secure the payment, performance and observance of the Obligations (as defined in the Security Agreement);

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Assignor does hereby grant to the Assignee a lien on and security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations.

The Assignor does hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of October 12, 2004.

MAXCESS INTERNATIONAL CORPORATION

By: 

Name: Merlyn D. De Vries

Title: Chief Financial Officer

Signature Page to Maxcess Assignment (Trademarks)

TRADEMARK

REEL: 003011 FRAME: 0261

STATE OF OKLAHOMA)
) ss.:
COUNTY OF OKLAHOMA)

On this 6th day of October, 2004, before me personally came Merlynn A. DeVries to me known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that he is the CEO of MAXCESS INTERNATIONAL CORPORATION, a Delaware corporation, and that he executed the foregoing instrument in the firm name of MAXCESS INTERNATIONAL CORPORATION, and that he had authority to sign the same, and he acknowledged to me that he executed the same as the act and deed of said firm for the uses and purposes therein mentioned.

Lenita Hill
Notary Public



LENITA HILL
Oklahoma County
Notary Public in and for
State of Oklahoma
Commission # 00012416 Expires 8/3/08

TRADEMARK

REEL: 003011 FRAME: 0262

Schedule 1A

to

Assignment for Security (Trademarks)

Trademark Registrations and Applications

<u>Country</u>	<u>TRADEMARK OR SERVICE MARK</u>	<u>Registration No.</u>	<u>Registration Date</u>	<u>Last Recorded Owner</u>
UNITED STATES	TRAC I and Design	1,145,425	1/6/81	Magnetic Power Systems, Inc.
UNITED STATES	MAGPOWR	1,218,189	11/30/82	Magnetic Power Systems, Inc.
UNITED STATES	DIGITRAC	1,700,274	7/14/92	Magnetic Power Systems, Inc.
UNITED STATES	SOFSTEP	1,944,261	12/26/95	Magnetic Power Systems, Inc.
UNITED STATES	PERMA-TORK and Design	1,180,874	12/8/81	Magnetic Power Systems, Inc.
Japan	PERMA-TORK	2,655,705		
Korea	PERMA-TORK	179,006		
Taiwan	PERMA-TORK	435,628	1989	
Taiwan	PERMA-TORK	932,791		
Germany	METACON	106,5091	10/12/83	
Germany	SR SYSTEM ROEMHILDT DESIGN	1047367	7/25/81	
Italy	SR SYSTEM ROEMHILDT DESIGN	660235	5/17/98	
Spain	SR SYSTEM ROEMHILDT DESIGN	660235	5/17/98	
France	SR SYSTEM ROEMHILDT DESIGN	660235	5/17/98	
WIPO	SR SYSTEM ROEMHILDT DESIGN	660235	5/17/98	
Austria	SR SYSTEM ROEMHILDT DESIGN	660235	5/17/98	
IR	SR SYSTEM ROEMHILDT DESIGN	660235	5/17/98	
Germany	SR SYSTEM ROEMHILDT DESIGN	1181949	9/14/90	
Germany	FIFE and Design	847,938	1/13/88	
UNITED STATES	FIFE and Design	814,966	9/13/66	Fife Corporation
Japan	FIFE and Design	973,077	10/26/82	

¹ Non-U.S. trademark ownership has not been researched

106034.01018/11380527v1

<u>Country</u>	<u>TRADEMARK OR SERVICE MARK</u>	<u>Registration No.</u>	<u>Registration Date</u>	<u>Last Recorded Owner</u>
Canada	FIFE and Design	263,663	10/23/81	
France	FIFE and Design	1,490,025	10/16/78	
Brazil	FIFE and Design	818888270	8/18/98	
UNITED STATES	KAMBEROLLER	1,184,489	1/5/82	Fife Corporation
Germany	KAMBEROLLER	0868454	12/4/68	
France	KAMBEROLLER	1,490,026	9/22/88	
Japan	KAMBEROLLER	626,874	10/18/83	
U.K.	KAMBEROLLER	B1541207	7/9/93	
Canada	KAMBEROLLER	262,335	9/11/81	
U.K.	KAMBEROLLER	B978951	8/9/71	
UNITED STATES	SCAN-A WEB	1,092,710	6/6/78	Fife Corporation
Germany	SCAN-A WEB	0721560	6/18/58	
France	SCAN-A WEB	1241044	5/25/83	
Belgium/Netherlands/Luxemburg	SCAN-A WEB	98782	12/24/71	
Denmark	SCAN-A WEB	VR22671958	11/15/58	
Australia	SCAN-A WEB	A137748	7/2/86	
UNITED STATES	TIDLAND	1,968,455	4/16/96	Tidland Corporation
U.K.	TIDLAND	1,440,658	9/19/90	
Germany	TIDLAND	1,181,949	10/29/91	
Germany	TIDLAND	900,533	12/15/72	
Japan	TIDLAND	2,217,886	3/27/90	
Japan	TIDLAND	4,059,338	9/19/97	
Brazil	TIDLAND	813,919,827	7/16/91	
Canada	TIDLAND	459,916	6/28/96	
India	TIDLAND	459,916	1/14/04	
Mexico	TIDLAND	601,540	6/2/95	
UNITED STATES	TIDLAND and Design	2734573	7/8/03	Tidland Corporation
UNITED STATES	ESP	1,591,713	4/17/90	Tidland Corporation
UNITED STATES	MSP	2,144,396	3/17/98	Tidland Corporation
Australia	AUTOMATION	771,261	8/25/98	
Australia	INTERNATIONAL	771,259	8/25/98	
Canada	INTERNATIONAL	TMA321,104	1/6/00	
Japan	INTERNATIONAL	04392463	6/16/00	
Malaysia	AUTOMATION	573732	3/30/98	
Malaysia	AUTOMATION	575625	5/7/98	
Mexico	INTERNATIONAL	668542	7/21/97	
Mexico	INTERNATIONAL	573731	3/30/98	
Mexico	INTERNATIONAL	575624	5/7/98	
Mexico	INTERNATIONAL	641884	2/22/00	
South Korea	MACCESS	255967	12/16/92	
South Korea	MACCESS	248338	8/28/92	
South Korea	MACCESS	262588	5/12/93	
South Korea	AUTOMATION	63,225	8/29/00	
South Korea	INTERNATIONAL	1712	9/18/00	
South Korea	INTERNATIONAL	63224	8/29/00	
Switzerland	AUTOMATION	456-503	1/20/98	
Switzerland	INTERNATIONAL	456-504	1/20/98	
Taiwan	AUTOMATION	879561	1/16/00	
Taiwan	AUTOMATION	117191	11/1/99	
Taiwan	AUTOMATION	117544	11/1/99	

106034.01018/11380527v1

<u>Country</u>	<u>TRADEMARK OR SERVICE MARK</u>	<u>Registration No.</u>	<u>Registration Date</u>	<u>Last Recorded Owner</u>
Taiwan	INTERNATIONAL	1172355	11/1/99	
Taiwan	INTERNATIONAL	117675	11/1/99	
United States	MAXCESS INTERNATIONAL	2391863	10/3/00	Maxcess International Corporation
European Community	INTERNATIONAL	720169	1/8/98	
UNITED STATES	CYGNUS	2845956	5/25/04	Magnetic Power Systems, Inc.
UNITED STATES	MISTR	2238652	04/13/99	Magnetic Power Systems, Inc.
UNITED STATES	GLOBAL WEB MANAGEMENT	2157262	5/12/98	Tidland Corporation

Pending Applications

<u>Country</u>	<u>Trademark or Service Mark</u>	<u>Serial No.</u>	<u>Registration Date</u>	<u>Last Recorded Owner</u>
China	INTERNATIONAL	3,405,632	7/16/04	
China	AUTOMATION	3405634	3/14/04	
European Community	AUTOMATION	720128	1/8/98	
India	FIFE (and Design)	Pending	8/15/95	
India	INTERNATIONAL	816919	8/31/98	
India	INTERNATIONAL	816921	8/31/98	
Japan	INTERNATIONAL	2000-050728	5/10/00	
Malaysia	INTERNATIONAL	98/10683	10/1/02	
Malaysia	INTERNATIONAL	98/10680	9/16/98	
Malaysia	INTERNATIONAL	98/10681	9/15/98	
Malaysia	INTERNATIONAL	98/10679		
Philippines	INTERNATIONAL	4-1998-06661	9/21/98	
Philippines	INTERNATIONAL	4-1998-06660	4/28/03	
Singapore	INTERNATIONAL	9100/98	9/9/98	
Singapore	INTERNATIONAL	9336/98	9/11/98	
Singapore	INTERNATIONAL	9337/98	9/11/98	
Singapore	INTERNATIONAL	9338/98	9/11/98	
Singapore	INTERNATIONAL	9339/98	9/11/98	
Singapore	INTERNATIONAL	9341/98	9/11/98	
Singapore	INTERNATIONAL	910/98	9/9/98	
Singapore	INTERNATIONAL	9340-98	9/11/98	
Taiwan	AUTOMATION	87044379		
Taiwan	INTERNATIONAL	87044383	8/31/98	
Taiwan	INTERNATIONAL	885291	3/16/00	
United States	POLARIS DP-20	76/571284	1/12/04	Fife Corporation
United States	POLARIS and Design	76/446773	9/4/02	Fife Corporation
United States	POLARIS	76/446612	9/4/02	Fife Corporation
United States	RAPTOR	76/549778	10/6/03	Tidland Corporation

106034.01018/11380527v1

TRADEMARK

RECORDED: 01/10/2005

REEL: 003011 FRAME: 0265