

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Merisel, Inc.		03/01/2005	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Amalgamated Bank
Street Address:	15 Union Square
City:	New York
State/Country:	NEW YORK
Postal Code:	10003
Entity Type:	Banking Corporation: NEW YORK

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Serial Number:	78334663	SOFTEACH
Serial Number:	78296922	SOFTEACH THE COMPUTER PRODUCTS TRAINING FORUM
Registration Number:	2649588	OPTISEL
Registration Number:	2010999	SELLINE
Registration Number:	2018279	SELLINE
Registration Number:	1950192	MERISEL
Registration Number:	1744053	MERISEL
Registration Number:	1730316	MERISEL
Registration Number:	1330648	DOLLARS AND SENSE
Registration Number:	1832487	WORLD CLASS DISTRIBUTION

CORRESPONDENCE DATA

Fax Number: (866)459-2899
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 202-783-2700

CH \$265.00 78334663

Email: pagodoa@federalresearch.com
Correspondent Name: CBC Companies dba Federal Research
Address Line 1: 1030 Fifteenth Street, NW, Suite 920
Address Line 2: attn: Penelope J.A. Agodoa
Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

NAME OF SUBMITTER:	Penelope J.A. Agodoa
Signature:	/pja/
Date:	03/09/2005

Total Attachments: 3
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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

1. Name of conveying party(ies):
Merisel, Inc

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

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

2. Name and address of receiving party(ies)
Name: Amalgamated Bank
Internal
Address: _____
Street Address: 15 Union Square
City: New York State: NY Zip: 10003

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other New York Banking Corporation

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No N/A
(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: March 1, 2005

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

A. Trademark Application No.(s)
78 / 334 663
78 / 216922

Additional number(s) attached Yes No 1832437

B. Trademark Registration No.(s)
2649558 2018279 1744053
2010799 1750192 1730316
1330648

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Tushna Gamedia
Internal Address: Cardwinkle
Wilkinson & Taft LLP
Street Address: One World Financial Center
City: New York State: NY Zip: 10281

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41)..... \$ 265
 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.

Tushna Gamedia Tushna Gamedia 3/8/05
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 3

MEMORANDUM OF SECURITY INTEREST IN TRADEMARKS

United States Department of Commerce
Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Ladies and Gentlemen:

Pursuant to a Security Agreement, dated as of March 1, 2005 (as amended, supplemented or otherwise modified from time to time, the "Security Agreement"), MERISEL, INC., a Delaware corporation (the "Assignor"), has granted to AMALGAMATED BANK, as assignee (the "Assignee") a continuing security interest in, and a continuing lien upon, the Trademarks (as such term is defined in the Security Agreement) including the trademarks listed on the annexed Exhibit A, and all applications, registrations, renewals and proceeds (including accounts receivable and royalties) thereof (the "Assigned Trademarks"), together with the goodwill of the business connected with the use of and symbolized by the Trademarks. The Assignee's security interest in the Trademarks can only be terminated in accordance with the terms of the Security Agreement.

Dated: March 1, 2005

Very truly yours,

MERISEL, INC.


By A. Vanderford
Name: Allison Vanderford
Title: VP, Finance

ACKNOWLEDGED BY:

AMALGAMATED BANK,
as Assignee

By:

Name:
Title:


AB BRUCE MEREDITH
VICE PRESIDENT

Schedule to Trademark Assignment

MERISEL, INC.

<u>Grantor</u>	<u>Trademarks</u>	<u>Filing Date</u>	<u>Status</u>	<u>Registration No.</u>
Merisel, Inc.	Softeach (block letters)	12/1/2003	Published	Pending 78/334663
	Softeach the Computer Products Training Forum	9/5/2003	Allowed - Notice of Allowance Issued	Pending 78/296922
	Optisel	12/12/2001	Registered	2649588
	Selline	1/30/1995	Registered	2010999
	Selline	1/30/1995	Registered	2018279
	Merisel	5/13/1994	Registered	1950192
	Merisel	5/25/1995	Renewed	1744053
	Merisel	5/25/1990	Renewed	1730316
	Dollars and Sense	11/4/1983	Registered	1330648
	World Class Distribution	12/31/1991	Registered	1832487