

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

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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

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

1. Name of conveying party(ies):

RDI Global Solution, Inc.

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

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

3. Nature of conveyance:

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

Execution Date: **March 18, 2005**

2. Name and address of receiving party(ies)

Name: **Healthcare Business Credit Corporation**

Internal Address: _____

Street Address: **305 Fellowship Rd., Ste 300**

City: **Mt. Laurel** State: **NJ** Zip: **08054**

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State **Delaware**
- 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 this assignment)
Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s) **78/480,944**

B. Trademark Registration No.(s) _____

Additional number(s) attached Yes No

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

Name: **Rhonda J. Birdwell Paralegal**

Internal Address: **Parker, Hudson, Rainer
& Dobbs LLP**

Street Address: **1500 Marquis Two Tower
285 Peachtree Center Avenue, N.E.**

City: **Atlanta** State: **GA** Zip: **30303**

6. Total number of applications and registrations involved: **1**

7. Total fee (37 CFR 3.41).....\$ **40.00**

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

502831

DO NOT USE THIS SPACE

9. Signature.

Douglas A. Nail
Name of Person Signing

Douglas A. Nail
Signature

5/24/05
Date

Total number of pages including cover sheet, attachments, and document: **7**

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

CH \$40.00 502831 78480944

**NOTICE OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Loan and Security Agreement dated November 21, 2003 (as amended and supplemented at any time, the "Loan Agreement") by and among Respiratory Distributors, Inc., an Alabama corporation, RDI Specialty Corp., a Delaware corporation, and RDI Global Solution, Inc., a Delaware corporation ("RDI Global"), and Healthcare Business Credit Corporation, a Delaware corporation ("Lender"), RDI Global has granted to Lender a continuing security interest in, and continuing lien upon, the trademark and service mark registrations and applications listed on Exhibit A attached hereto.

RDI Global and Lender hereby acknowledge and agree that the security interest in the foregoing trademark and service mark registrations and applications may only be terminated in accordance with the terms of the Loan Agreement.

[Signatures on following page]

Very truly yours,

RDI GLOBAL SOLUTION, INC.

By: *Martyn*
Name: MARTIN MCNULTY
Title: VICE PRESIDENT

Acknowledged and Accepted:

HEALTHCARE BUSINESS CREDIT CORPORATION

By: _____
Name: _____
Title _____

Very truly yours,

RDI GLOBAL SOLUTION, INC.

By: _____

Name: _____

Title: _____

Acknowledged and Accepted:

HEALTHCARE BUSINESS CREDIT CORPORATION

By: Stacy L Allen


Name: Stacy L Allen

Title: Vice President

STATE OF Florida §
 §
COUNTY OF Palm Beach §

BEFORE ME, the undersigned authority, on this day personally appeared Marion McHugh, Vice President of RDI Global Solution, Inc., to me known to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes therein expressed, in the capacity therein stated, and as the act and deed of said corporation.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this 17th day of March, 2005.



Notary Public
My COMM. EXPIRES ON FLORIDA
Lisa A. Suhr
Commission # DD384286
Expires JAN. 05, 2009
[NOTARIAL SEAL]
Bonds and Surety Bonding Co., Inc.

EXHIBIT A

| MARK | TYPE OF MARK | SERIAL NUMBER | REGISTRATION NUMBER | APPLICATION DATE |
|---------|--------------|---------------|---------------------|------------------|
| QWIC RX | Trademark | 78/480,944 | APPLIED FOR | 9/9/2004 |
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