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
Squire Cogswell/Aeros Instruments, Inc.		07/14/2005	CORPORATION: ILLINOIS

RECEIVING PARTY DATA

Name:	Guggenheim Corporate Funding, LLC	
Street Address:	135 East 57th Street	
City:	New York	
State/Country:	NEW YORK	
Postal Code:	10022	
Entity Type:	Limited Liability Company:	

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	1161635	
Registration Number:	1879109	SELECTORR SERIES
Registration Number:	1881348	HEALTHCAIR
Registration Number:	1255976	MOBLVAC-II
Registration Number:	1493005	VAC-U-TEST
Registration Number:	1498505	AEROS
Registration Number:	1520716	INSTAVAC
Registration Number:	1752369	CARE-E-VAC
Registration Number:	1794835	MOBLVAC
Registration Number:	1863115	TOTE-L-VAC
Registration Number:	2918228	SELECTORR
Registration Number:	2756822	HEALTHCAIR

CORRESPONDENCE DATA

TRADEMARK REEL: 003145 FRAME: 0571

900030676

Fax Number: (212)310-8007

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Email: lori.schiffer@weil.com

Correspondent Name: Weil, Gotshal & Manges c/o Lori Schiffer

Address Line 1: 767 5th Avenue

Address Line 4: New York, NEW YORK 10153

NAME OF SUBMITTER:	Lori Schiffer	
Signature:	/Lori Schiffer/	
Date:	08/23/2005	

Total Attachments: 11

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Trademark Security Agreement

TRADEMARK SECURITY AGREEMENT, dated as of July 14, 2005, by each of the entities listed on the signature pages hereof (each a "Grantor" and, collectively, the "Grantors"), in favor of Guggenheim Corporate Funding, LLC, as Administrative Agent (in such capacity, the "Administrative Agent").

WITNESSETH:

WHEREAS, pursuant to the Credit Agreement, dated as of June 30, 2005, among OHIO MEDICAL CORPORATION, a Delaware corporation (the "Borrower"), the lenders from time to time parties thereto (the "Lenders") and the Administrative Agent, the Lenders have severally agreed to make extensions of credit to the Borrower upon the terms and subject to the conditions set forth therein; and

WHEREAS, each Grantor has executed an Assumption Agreement, dated as of July 14, 2005, and is a party to a Guarantee and Collateral Agreement, dated as of June 30, 2005, in favor of the Administrative Agent (the "Guarantee and Collateral Agreement") pursuant to which each Grantor is required to execute and deliver this Trademark Security Agreement;

Now, Therefore, in consideration of the premises and to induce the Lenders to enter into the Credit Agreement and to induce the Lenders to make their respective extensions of credit to the Borrower thereunder, each Grantor hereby agrees with the Administrative Agent as follows:

1. Defined Terms

Unless otherwise defined herein, terms defined in the Credit Agreement or in the Guarantee and Collateral Agreement and used herein have the meaning given to them in the Credit Agreement or the Guarantee and Collateral Agreement.

"Trademark Licenses": any licenses, whether written or oral, providing for the grant by or to any Grantor of any right to use any Trademark, including, without limitation, any of the foregoing referred to in Schedule 6.

2. Grant of Security Interest in Trademark Collateral

Each Grantor hereby assigns and transfers to the Administrative Agent, and hereby grants to the Administrative Agent, for the ratable benefit of the Secured Parties, a security interest in, all of the following property now owned or at any time hereafter acquired by such Grantor or in which such Grantor now has or at any time in the future may acquire any right, title or interest, as collateral security for the prompt and complete payment and performance when due (whether at the stated maturity, by acceleration or otherwise) of such Grantor's Obligations (the "Trademark Collateral"):

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- a all of its Trademarks and Trademark Licenses to which it is a party, including, without limitation, those referred to on Schedule I hereto;
 - b. all renewals of the foregoing;
- c. all goodwill of the business connected with the use of, and symbolized by, each Trademark and each Trademark License; and
- d. all Proceeds of the foregoing, including, without limitation, any claim by Grantor against third parties for past, present, future (i) infringement or dilution of any Trademark or Trademark licensed under any Trademark License or (ii) injury to the goodwill associated with any Trademark or any Trademark licensed under any Trademark License.

3. Guarantee and Collateral Agreement

The security interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interest granted to the Administrative Agent pursuant to the Guarantee and Collateral Agreement and each Grantor hereby acknowledges and affirms that the rights and remedies of the Administrative Agent with respect to the security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Guarantee and Collateral Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

4. Governing Law

This Agreement and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the law of the State of New York.

[SIGNATURE PAGES FOLLOW]

IN WITNESS WHEREOF, each Grantor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

SQUIRE COGSWELL/AEROS INSTRUMENTS, INC.,

as Grant<u>or</u>

None I

Title: President

ACCEPTED AND AGREED as of the date first above written:

GUGGENHEIM CORPORATE FUNDING, LLC, as Administrative Agent

By:_____ Name: Title:

[Signature Page to IP Security Agreement (Trademark)]

ACKNOWLEDGMENT OF GRANTOR

STATE OF Illinois
) SS.
COUNTY OF LAKE)
On this _19th _ day of _August, 2005 _ before me personally appeared James A. Koppa, proved to me on the basis of satisfactory evidence to be the person who executed the foregoing instrument on behalf of Squire Cogswell/Aeros Instruments, Inc., who being by me duly sworn did depose and say that he is an authorized officer of said corporation, that the said instrument was signed on behalf of said corporation as authorized by its Board of Directors and that he acknowledged said instrument to be the free act and deed of said corporation. Notary Public
•

Official Seaf Eric Peter Baum Notary Public State of Illinois My Commission Expires 01/13/2009 IN WITNESS WHEREOF, each Grantor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above

SQUIRE COGSWELL/AEROS INSTRUMENTS, INC., as Grantor

By: _____ Name: Title:

ACCEPTED AND AGREED as of the date first above written:

GUGGENHEIM CORPORATE FUNDING, LLC, as Administrative Agent

Name: TODD D. HEARLE
ATTORNEY IN-FACT

[SIGNATURE PAGE TO IP SECURITY AGREEMENT (TRADEMARK)]

Schedule I to

Trademark Security Agreement

REGISTRATIONS AND APPLICATIONS

SOU-TI-

MOblives & Dealer

Reg. No. 1,138,372

Filed 5/18/1979

Ser. No. 216,154

Status: Lapsed. Not renewed due to non-use of design.

Due Dates: None.

SOU-T2 DESIGN (Pressure Wave Form)

Goods in class 007: "Vacuum Pumps, Air Compressors, and Inlet Filters"

Goods in class 009: "Vacuum Regulators, Safety Overflow Traps, and Motor Control

Centers"

First Use: 12/1973

Issued: 7/21/1981

Reg. No. 1,161,635

Filed: 5/19/1978

Ser. No. 73/171,019

Status: Live registration. Renewed 8/2/2001.

Due Dates: Second renewal due 7/12/2010-7/21/2011.

ON DEMAND

First Use: 3/30/1992 [ssued: 4/27/1993]

Reg. No. 1,767,990

Filed: 8/30/1991

Ser. No. 74/199,391

Status: Lapsed. Not renewed due to non-use.

Due Dates: None.

SQU-T4 SELECTORR SERIES

Goods in class: 007: "Industrial Liquid Ring Vacuum Pumping Systems Consisting of a

Vacuum Pump, Condenser Ring and Electronic Control Panel Sold as a Unit"

First Use: 8/31/1994 Issued: 2/14/1995

Reg. No. 1,879,109

Filed: 1/7/1993

Ser. No. 74/346,410

Status: Live registration. Section 8 accepted and Section 15 acknowledged 5/22/2001.

Due Dates: Second renewal 2/14/2014-2/14/2015.

SQU-T5 HEALTHCAIR

Goods in class 010: "Medical Vacuum Apparatus and Air Distribution Systems and

Equipment; Namely, Air Compressors and Distributors"

First Use: 7/29/1994 Issued: 2/28/1995

Reg. No. 1,881,348

Filed: 3/31/1992

Ser. No. 74/261,153

Status: Live registration. Section 8 accepted and Section 15 Acknowledged 5/9/2001

Due Dates: Second renewal due 2/28/2014- 2/28/2015.

SQU-T6 HEALTHO

First Use: 3/31/1995 Issued: 11/7/1995 Reg. No. 1,933,814

Filed: 10/7/1993 Ser. No. 74/445,092

Status: Lapsed. Not renewed due to non-use.

Due Dates: None.

SQU-T7 MOBIL-VAC

First Use: 8/21/1976 Issued: 9/25/1979 Reg. No. 1,125,330

Filed: 9/10/1976 Ser. No. 99,521

Status: Lapsed. Not renewed due to non-use.

Due Dates: None.

SOU-TH BELECTAIRR

Filed:9/13/1994 Ser. No. 74/572878

Status: Abandoned prior to registration.

Due Dates: None.

SQU-T9 MOBLVAC-II (stylized)

Goods in class 010: "A Medical Apparatus Used to Apply Suction for Drainage

Purposes"

Filed: 5/3/ 1982 Ser. No. 73/362,749

Status: Live registration. Renewed 9/29/03.

Due Dates: Second renewal due 11/1/2012-11/1/2013.

SOU-TIO VAC-U-TEST

Goods in class 010: "Blood Collection System, Medical Diagnostic Instruments for

Measuring Vacuum Flow and Level in Medical Vacuum Systems"

First Use: 7/30/1985 Issued: 6/21/1988 Reg. No. 1,493,005

Filed: 10/30/1987 Ser. No. 73/692,732

Status: Live registration. Section 8 accepted and Section 15 acknowledged 9/20/1994.

Due Dates: Renewal due 6/21/2007-6/21/2008.

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SQU-T11 **AEROS**

Goods in class 010: "Medical Apparatus Used to Apply Suction for Drainage Purposes; Medical Aspirators for Use in Aspiration Purposes; Medical Diagnostic Instruments for Measuring Vacuum Flow and Level in Medical Vacuum Systems; Medical Vacuum Gauges, Vacuum Pumps, Vacuum Bottles, Vacuum Regulators, Vacuum Control Valves and Vacuum Exhaust Filters Used in Association With the Foregoing Medical Apparatus; Medical Thoracic Manometers for Chest Drainage Procedures and a Breast Expression Medical Kit for the Expression of Breast Milk"

Reg. No. 1,498,505

Filed: 10/30/1987

Ser. No. 73/692,584

Status: Live registration. Section 8 accepted and Section 15 acknowledged 10/25/1994

Due Dates: Renewal due 8/2/2007-8/2/2008.

SQU-T12 INSTAVAC

Goods in class 010: "Medical Aspirators for Suction Therapy" First Use: 6/0/1985 Issued: 1/17/1989 Reg. No. 1,520,716

Filed: 10/30/1987 Ser. No. 692,583

Status: Live registration. Section 8 accepted and Section 15 acknowledged 10/25/1994

Due Dates: Renewal due 1/17/2008-1/17/2009.

SOU-TI3 PRES-R-TEST

First Use: 10/25/1991 Issued: 10/13/1992

Reg. No. 1,723,538

Filed: 7/26/1991

Ser. No. 74/189,826

Status: Lapsed. No renewal due to non-use.

Due Dates: None.

SQU-114 PAY-TEST

First Use: 10/25/1991 Issued: 1/12/1993

Reg. No. 1,746,368

Filed: 8/26/1991

Ser. No. 74/197,942

Status: Lapsed. No renewal due to non-use.

Due Dates: None.

SOU-T15 CARE-E-VAC

Goods in class 010: "Portable Aspirator Battery Operated for Medical Emergency Use"

First Use: 10/25/1991 Issued: 2/16/1993

Reg. No. 1,752,369 Ser. No. 74/198,716

Filed: 8/26/1991 Status: Live registration. Renewed 2/03/2003.

Due Dates: Second renewal due 2/16/2012-2/16/2013.

SQU-T16 **MOBLVAC**

Goods in class 010: "Medical Apparatus Used to Apply Suction for Drainage Purposes"

First Use: 5/1/1979

Issued: 9/28/1993

Reg. No. 1,794,835

Filed: 2/11/1993

Ser. No. 74/358,620

Status: Live registration. Renewed 9/29/03

Due Dates: Second renewal due 9/28/2012-9/28/2013.

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SQU-T17 TOTE-L-VAC

Goods in class 010: "Portable Aspirators for Pre-hospital and Ambulance Use"

First Use: 4/27/1994 Issued: 11/15/1994

Reg. No. 1,863,115

Filed: 9/2/1992

Ser. No. 74/310,693

Status: Live registration. Section 8 accepted and 15 affidavit acknowledged 5/19/2001.

First renewal 11/9/2004, accepted 2/3/2005.

Due Dates: Second renewal due-11/15/2013-11/15/2014.

SQU-T18 SELECTORR

Goods in class 007: Condenser Rings, Control Panels, Heat Exchangers, Vacuum Gauges, Liquid Booster Pumps, Starter Boxes, Separators, Booster Blowers, Vacuum Receivers, Inlet Filters, Relief Valves, Isolation Valves, Flex Connectors, Vibration Pads and Check Valves, Sold as Replacement Parts for, or as Parts of, Industrial Vacuum Pumping Systems.

First Use: ITU filing date: 11/06/02 Filed 11/6/02 Ser. No. 78/181,729

Status: Abandoned. Notice of Allowance issued 8/26/03. Second extension of time to file

a Statement of Use filed and request to divide filed 8/16/2004.

Status: Abandoned.

Due Dates: Express Abandonment filed 2/24/2005.

SQU-T18D SELECTORR

Goods in class 007: "Industrial Liquid Ring Vacuum Pumping Systems Comprised of a Vacuum Pump, Condenser Ring and Electronic Control Panel, Sold as a Unit; Industrial Rotary Vane Vacuum Pumping Systems Comprised of a Vacuum Pump, Condenser Ring and Electrical Control Panel, Sold as a Unit; Liquid Ring Vacuum Pumps; Rotary Vane Vacuum Pumps.

. . .

Issued: 1/11/2005

Reg. No. 2,918,228

First Use:

Filed: 8/16/2004

Ser. No. 78/975,649

Status: Live registration.

Due Dates: Section 8 & 15 declaration due 1/11/2010-1/11/2011. Renewal due

1/11/1014-1/11/1015.

SQU-T19 SELECTORR SERIES & DESIGN (Sine wave)

Goods in class 007: "Industrial Liquid Ring Vacuum Pumping Systems"

First Use: unknown,

Status: On hold. No application filed.

Due Dates: None.

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SOU-T20 HEALTHCAIR

Goods in class 010: "Medical Vacuum and Air Distribution System Equipment, Namely-Medical Gas Pipeline, Medical Gas Automatic and Semiautomatic Switchover Manifolds, Medical Gas Outlets, Medical Gas Master Alarms, Medical Gas Area Alarms, Medical Gas Valves, Medical Gas Valve Enclosures, Medical Gas Control Cabinets, Medical Gas Air Filter Banks, Medical Gas Treatment Modules, Medical Gas Refrigerant and Desiccant Dryers, Medical Gas Pneumatically Retractable Ceiling Column, Manually Retractable Ceiling Column and Medical Gas Control Panel."

First Use: 12/1/1999 Issued: 8/26/03 Reg. No. 2,756,822 Ser. No. 76/203,847

Filed: 2/2/01 Status: Live registration.

Due Dates: Section 8 & 15 declaration due 8/26/2008-8/26/2009. Renewal due

Commence of the Commence of th

8/26/1012-8/26/2013.

SOU-TH

Goods in class 010: "Medical Compressed Air Systems Comprised of One or More Air Compressors, control Panels, Air Quality Monitoring Equipment, Air Pipes and Compressed Air System Receivers, Sold as a Unit: Medical Vacuum Systems Comprised of One or More Vacuum Pumps, Control Panels, Vacuum Pipes and Vacuum System Receivers Sold as a Unit: Medical Gas Alarms; Medical Gas Isolation Valves; Medical Aspirators; Medical Portable Suction Machines; Medical Suction Collection Canisters. Medical Vacuum Systems Equipment Namely, Medical Gas Pipeline, Medical Gas Outlets, Medical Gas Air Filter Banks, Medical Gas Treatment Modules, Medical Gas Refrigerant and Desiccant Dryers, Medical Gas Pneumatically Retractable Ceiling Column, Manually Retractable Ceiling Column and Medical Gas Control Panels." Goods in class 007: Industrial Liquid Ring Vacuum Pumping Systems Comprised of One or More Vacuum Pumps and Electronic Control Panes, Sold as a Unit; Industrial Rotary Vane Vacuum Pumping Systems Comprised of a Vacuum Pump and an Electronic Control Panel, Sold as a Unit; Liquid Ring Vacuum Pumps, Rotary Vane Vacuum Pumps, Control Panels, Vacuum Gauges and Check Valves, All Sold as Replacement Parts for, or as Original Parts of, Industrial or Medical Vacuum Pumping Systems." Filed: 3/13/2001

Ser. No.

Status: Applied for third extension of time 11/3/2004

Due Dates: Statement of Use (5th) due 11/6/2005-No extension.

SOU-722 LANCAIR

Goods in class 010: "Medical Vacuum and Air Distribution System Equipment, Namely-Medical Gas Pipeline, Medical Gas Automatic and Semiautomatic Switchover Manifolds, Medical Gas Outlets, Medical Gas Master Alarms, Medical Gas Area Alarms, Medical Gas Valves, Medical Gas Valve Enclosures, Medical Gas Control Cabinets, Medical Gas Air Filter Banks, Medical Gas Treatment Modules, Medical Gas Refrigerant and Desiccant Dryers, Medical Gas Pneumatically Retractable Ceiling Column, Manually Retractable Ceiling Column and Medical Gas Control Panel." First Use: ITU filing date of 9/26/03 Filed: 9/26/03 Ser. No.78/305,990 Status: Notice of Allowance issued 10/19/2004 Due Dates: Amendment of goods to be filed and Statement of Use or extension(2nd) due 10/19/2005-

SQU-23 DUALCOOL

First Use: ITU filing date 9/26/2003 Filed: 9/26/03 Ser. No. 78/306,020

Status: abandoned.

Due Dates: Express Abandonment filed 9/26/2004.

SQU-T24 BTUTFUL

Goods in class 010: "Medical Vacuum and Air Distribution System Equipment, Namely-Medical Gas Pipeline, Medical Gas Automatic and Semiautomatic Switchover Manifolds, Medical Gas Outlets, Medical Gas Master Alarms, Medical Gas Area Alarms, Medical Gas Valves, Medical Gas Valve Enclosures, Medical Gas Control Cabinets, Medical Gas Air Filter Banks, Medical Gas Treatment Modules, Medical Gas Refrigerant and Desiccant Dryers, Medical Gas Pneumatically Retractable Ceiling Column, Manually Retractable Ceiling Column and Medical Gas Control Panel." First Use: ITU filing date 9/26/03 Filed: 9/26/03 Ser. No. 78/306,055 Status: Abandoned. Notice of Allowance issued 9/14/2004

Due Dates: Express Abandonment filed 2/17/2005.

SOU-125

Goods in Mexico class 010: "Medical Equipment and Apparatuses Including Vacuum Apparatuses, Air Distribution Systems, Air Compressors and Distributors, Inlet Filters and Related Components Such as Vacuum Regulators, Safety Overflow Traps and Motor Control Centers"

Filed: July 6, 2000

Status: Live

RECORDED: 08/23/2005

Due Dates: Renewal due 7/6/2010.