

Form PTO-1594 (Rev. 03/05)
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):

MTM Technologies, Inc.

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation- State: New York
☐ Other _____

Citizenship (see guidelines) U.S.A.

Additional names of conveying parties attached? ☐ Yes ☒ No

3. Nature of conveyance)/Execution Date(s) :

Execution Date(s) June 8, 2005

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

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)

2,479,202; 2,444,052; 2,756,707; 2,434,901; 2,721,382; 2,763,391

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

Street Address: One Logan Square

City: Philadelphia

State: PA 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:

6

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 165.00

- ☐ 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:



Signature

David M. Perry

Name of Person Signing

July 11, 2005

Date

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

8

Documents to be recorded (including cover sheet) should be faxed to (703) 308-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

700194054

TRADEMARK
REEL: 003155 FRAME: 0815

CH \$165.00 022666 2479202

EXECUTION COPY

ASSIGNMENT FOR SECURITY

(TRADEMARKS)

WHEREAS, MTM TECHNOLOGIES, INC. (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 as of June 8, 2005 (the "Security Agreement") in favor of The CIT Group/Business Credit, Inc., (the "Assignee") in its capacity as Agent (as such term is defined in the Security Agreement) for the benefit of itself and the Lenders (as such term is defined in the Security Agreement);

WHEREAS, pursuant to the Security Agreement, the Assignor has granted to the Assignee a lien on and security interest in and to 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 described 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 and to the Collateral to secure the prompt payment, performance and observance of such 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.

[SIGNATURES ON FOLLOWING PAGE]

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of June 8, 2005.

MTM TECHNOLOGIES, INC.

By: 

Name: Alan Schwartz

Title: Senior Vice President and
Chief Financial Officer

Signature Page to Assignment (Trademarks)

TRADEMARK

STATE OF NEW YORK)
COUNTY OF WESTCHESTER) ss.:

On this 8th day of JUNE, 2005, before me personally came Alan Schwartz, 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 Senior Vice President and Chief Financial Officer of MTM TECHNOLOGIES, INC., and that he executed the foregoing instrument in the firm name of MTM TECHNOLOGIES, INC., 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.





Notary Public

SHELBY DELUCIA
NOTARY PUBLIC, STATE OF NEW YORK
#01DE6101358-WESTCHESTER COUNTY
COMMISSION EXPIRES NOVEMBER 10, 2007

TRADEMARK

REEL: 003155 FRAME: 0818

SCHEDULE 1A TO ASSIGNMENT FOR SECURITY**(TRADEMARKS AND TRADEMARK APPLICATIONS)**

Pivot Technologies	2,479,202	Word mark
Pivot Technologies and Design	2,444,052	
Pivot Technologies (Eye Logo)	2,756,707	
System Managing Systems	2,434,901	Word mark; should be "Systems Managing Systems "
DNA Net Sensor	2,721,382	 <p>Note: filed registration for design only and did not file separate registration for word mark alone</p>
Enterprise Services Partner	2,763,391	Word mark

Schedule 1A - 1

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RECORDED: 07/12/2005

REEL: 003155 FRAME: 0819