

# TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT																																										
NATURE OF CONVEYANCE:	SECURITY INTEREST																																										
<b>CONVEYING PARTY DATA</b>																																											
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**TRADEMARK**  
**REEL: 003526 FRAME: 0342**

Registration Number:	2554516	PROSCOPE
Registration Number:	2378650	9000
Registration Number:	2454162	IMAGE-VET 70
Registration Number:	2714148	EVA
Registration Number:	2876913	ENDOS
Registration Number:	2882659	DIGIVET
Serial Number:	76494815	DIGITAL-VET
Serial Number:	78606623	DIGITAL VETTEK
Serial Number:	78665268	VETCLAVE
Serial Number:	78703022	DIGIVETTEK
Serial Number:	78703020	VETTEK

#### CORRESPONDENCE DATA

Fax Number: (973)295-1267

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

Phone: 973-360-2357

Email: joyald@gtlaw.com

Correspondent Name: David Joyal

Address Line 1: Greenberg Traurig, LLP

Address Line 2: 200 Park Avenue- P.O. Box 677

Address Line 4: Florham Park, NEW JERSEY 07932

ATTORNEY DOCKET NUMBER:	091533.012500
NAME OF SUBMITTER:	David Joyal
Signature:	/David Joyal/
Date:	04/20/2007

Total Attachments: 3

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## NOTICE OF TRADEMARK SECURITY AGREEMENT

WHEREAS, AFP IMAGING CORPORATION, a New York corporation (the "Grantor"), is the owner of certain trademarks and service marks, including without limitation the registrations therefor and applications in the United States Patent and Trademark Office as set forth on **Schedule A** annexed hereto and made a part hereof (collectively, the "Trademarks"); and

WHEREAS, the Grantor has entered into that certain Collateral Agreement of even date herewith (the "Collateral Agreement"), by and among the Grantor, certain of its affiliates and ComVest Capital LLC, a Delaware limited liability company (the "Secured Party"); and

WHEREAS, pursuant to the Collateral Agreement, the Grantor has agreed to grant to the Secured Party a continuing security interest in, and a continuing lien on, all of the Grantor's right, title, and interest in and to the Trademarks (and any trademark(s) which may be issued upon the applications set forth on **Schedule A**);

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Grantor does hereby assign and grant to the Secured Party a continuing security interest in and a continuing lien on the Trademarks, as security for the payment and performance of the Obligations as defined in the Collateral Agreement.

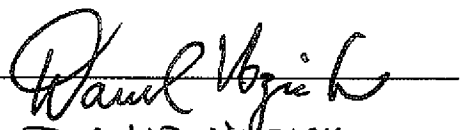
IN WITNESS WHEREOF, the Grantor has caused this Notice of Security Agreement to be duly executed by its authorized officer or agent as of April 13, 2007.

AFP IMAGING CORPORATION

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

  
DAVID VOZICK  
Chairman of the Board

**SCHEDULE A**

**AFP IMAGING CORPORATION - U.S. TRADEMARKS**

**REGISTRATIONS**

<b><u>Registration No.</u></b>	<b><u>Registration Date</u></b>	<b><u>Mark</u></b>
1221518	December 28, 1982	AFP & Design
1266226	February 7, 1984	AFP IMAGING & Design
1310946	December 25, 1984	AFP IMAGING & Design
1481511	March 22, 1988	CATHMAX
1496601	July 19, 1988	CINE-VIEW
1714854	September 15, 1992	EXCEL & Design
2706945	April 15, 2003	EXCEL
1882900	May 7, 1995	IMAGE-X 70
1920743	September 19, 1995	X-MIND
2000578	September 17, 1996	DENT-X
2298782	December 7, 1999	VISIBRIGHT
2301510	December 21, 1999	DENT-X PRO IMAGE
2304035	December 28, 1999	SENS-A-VIEW
2554516	April 2, 2002	PROSCOPE

<u>Registration No.</u>	<u>Registration Date</u>	<u>Mark</u>
2378650	August 23, 2000	9000
2454162	May 22, 2001	IMAGE-VET 70
2714148	May 6, 2003	EVA & Design
2876913	August 24, 2004	ENDOS
2882659	September 7, 2004	DIGI-VET

APPLICATIONS

<u>Application No.</u>	<u>Application Date</u>	<u>Mark</u>
76/494815	February 27, 2003	DIGITAL-VET
78/606623	April 12, 2005	DIGITAL VETTEK
78/665268	July 7, 2005	VETCLAVE
78/703022	August 30, 2005	DIGITVETTEK
78/703020	August 30, 2005	VETTEK