

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
Swift Distribution, Inc.		01/21/2010	a CA corporation, dba Ultimate Support Systems, Inc.: CALIFORNIA

RECEIVING PARTY DATA

Name:	JPMorgan Chase Bank, NA
Street Address:	17877 Von Karmon Avenue, Suite 250
City:	Irvine
State/Country:	CALIFORNIA
Postal Code:	92614
Entity Type:	a National Banking Association: UNITED STATES

PROPERTY NUMBERS Total: 17

Property Type	Number	Word Mark
Registration Number:	3080983	V-STAND
Registration Number:	1862541	ULTIMATE
Registration Number:	1725123	ULTIMATE
Registration Number:	1639035	ULTIMATE
Registration Number:	1675107	ULTIMATE
Registration Number:	1687795	ULTIMATE
Serial Number:	76698238	TOUR SERIES
Serial Number:	76698237	TELE LOCK
Serial Number:	76698236	PRO SERIES
Serial Number:	76698224	JAMSTANDS
Serial Number:	76698095	ULTIMATE SUPPORT
Serial Number:	76698094	APEX
Serial Number:	76698093	IQ SERIES

CH \$440.00 3080983

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**TRADEMARK
 REEL: 004142 FRAME: 0471**

Serial Number:	76698092	THE STRENGTH OF INNOVATION
Serial Number:	76698091	GENESIS
Serial Number:	76698090	CUSTOM SERIES
Serial Number:	76698223	LIVE SERIES

CORRESPONDENCE DATA

Fax Number: (949)224-6208
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 9497601121
Email: trademark@buchalter.com
Correspondent Name: Sandra P. Thompson
Address Line 1: 18400 Von Karman, Suite 800
Address Line 4: Irvine, CALIFORNIA 92612

ATTORNEY DOCKET NUMBER:	J0722-0004
NAME OF SUBMITTER:	Sandra P. Thompson
Signature:	/sandra p thompson/
Date:	02/02/2010

Total Attachments: 9
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**MEMORANDUM OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

SWIFT DISTRIBUTION, INC., a California corporation, dba Ultimate Support Systems, Inc., whose address is 1765 Oak Street, Torrance, California 905603 (the "Pledgor") hereby acknowledges that it has granted to **JPMORGAN CHASE BANK, NA**, whose address is 17877 Von Karmon Avenue, Suite 250, Irvine, California 92614 (the "Lender"), a security interest in and to all of the Pledgor's right, title and interest in and to: (a) the patents and patent applications which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by the Pledgor (the "Patents"); and (b) the trademark and trademark registrations and applications which are identified on Exhibit B attached hereto and herein incorporated by this reference owned by the Pledgor (the "Trademarks"), together with the goodwill and assets of the business, to which such Patents and Trademarks are appurtenant and all actions for infringement concerning the foregoing.

The terms and conditions of the aforementioned security interest are contained in that certain Promissory Note and Security Agreement dated as of November 4, 2009 (the "Agreement"), between the Pledgor and Lender, as security for the obligations as set forth in the Agreement and other agreements referred to therein. Nothing contained in this Memorandum of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which Lender may have in any other or future collateral described in the Agreement or otherwise.

IN WITNESS WHEREOF, the undersigned has duly executed this document as of the 21st day of January, 2010.

SWIFT DISTRIBUTION, INC.,
a California corporation, dba
Ultimate Support Systems, Inc.

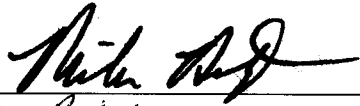
By: 
Name: Mike Belitz
Title: CEO

EXHIBIT A

PATENTS

REGISTERED PATENTS

<u>Patent Description</u>	<u>Registration No.</u>	<u>Registration Date</u>
STABLE ATTACHMENT MICROPHONE STAND SYSTEMS	7,412,069	8/12/2008
PERCUSSION INSTRUMENT SUPPORT ARM CLAMP	D580,262	11/11/2008
DRUM RACK MEMBER CLAMP	D576,870	9/16/2008
MICROPHONE SUPPORT BOOM MOVEMENT CONTROL APPARATUS AND METHOD WITH DIFFERENTIAL MOTION ISOLATION CAPABILITY	6,814,332	11/9/2004
OFF-AXIS REDUCIBLE SUPPORT STRUCTURE	6,789,772	9/14/2004
INSTRUMENT SUPPORT SYSTEM	6,283,421	9/4/2001
STABILIZING AND MEMORY MUSICAL INSTRUMENT STAND	5,857,649	1/12/1999
HIGH STRENGTH ENGINEERED COLLAPSIBLE TRIPOD	6,375,135	4/23/2002
BASE ASSEMBLY	D506,219	6/14/2005
SWIVEL CLAMP FITTING	D505,617	5/31/2005
SWIVEL CLAMP FITTING	D493,363	7/27/2004
INSTRUMENT STAND	D435,365	12/26/2000
TRIPOD	D421,447	3/7/2000
ACTUATOR HANDLE FOR A TELESCOPYING CLUTCH	D416,464	11/16/1999
MONITOR STAND	D400,735	11/10/1998
STAND	D375,639	11/19/1996

Exhibit A

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PATENT APPLICATIONS

<u>Patent Description</u>	<u>Application No./ Serial No.</u>	<u>Filing Date</u>
MUSICAL INSTRUMENT SUPPORT METHODS AND APPARATUS	11/813153	6/29/2007
INSTRUMENT SUPPORT APPARATUS HAVING NON- HORIZONTAL TIERS AND VERTICAL AXIS PIVOT CAPABILITY	10/586115	1/14/2005
INSTRUMENT SUPPORT APPARATUS HAVING NON- HORIZONTAL TIERS AND VERTICAL AXIS PIVOT CAPABILITY	10/586144	1/14/2005
HEX TIER DESIGN	29/286,257	4/27/2007
NAMM08-DES	29/294,538	1/15/2008
NAMM09-PROV	61/144,649	1/14/2009
PIERCED BALL US	12/597,905	10/27/09
V-STAND DESIGN	29/230,680	5/24/05
SUPPORT STAND DESIGN	29/353751	1/13/10
CART DESIGN	29/353753	1/13/10
MUSICAL INSTRUMENT CASE POCKET DESIGN	29/353757	1/13/10
MICROPHONE STAND DESIGN	29/353754	1/13/10
DRUM KEY DESIGN	29/353758	1/13/10
SOCKET ADAPTER AND MUSICAL INSTRUMENT CASES	PCT/US2010/ 021073	1/14/10
NOVEL MUSICAL AND OTHER APPARATUS	61/294,717	1/13/10
MUSICAL SUPPORT APPARATUS	PCT/US09/031162	1/15/09

Exhibit A

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FOREIGN PATENTS

SEE ATTACHMENT

Exhibit A

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SWIFT SCHEDULE OF IP

PATENTS/APPLICATIONS:	Country	Serial No.	Filing Date	Pend/Grant
Project				
Percussion Instrument Support Arm Clamp Design	CA	122838.00	10/24/07	Patent No. 122838; Issue date 11/13/2008
Percussion Instrument Support Arm Clamp Design	CN	200730329518.00	10/29/07	Pending
Percussion Instrument Support Arm Clamp Design	JP	2007-29813	11/16/07	Patent No. 1329025, issued 04/04/2008
Microphone Support Boom Movement Control Apparatus and Method with Differential Motion Isolation Capability	DE	11 2004 000 142	7/15/05	Pending
Microphone Support Boom Movement Control Apparatus and Method with Differential Motion Isolation Capability	JP	2005-518563	7/13/05	Patent No. 4184380; Issued 9/12/2008
Microphone Support Boom Movement Control Apparatus and Method with Differential Motion Isolation Capability	UK	2412850 / GB0514336.7	1/15/04	Patent No. GB2412850, issued
Microphone Support Boom Movement Control Apparatus and Method with Differential Motion Isolation Capability	UK-Div1	619686.90	10/5/06	Patent No. GB2429494. issued 8/29/2007
Drum Rack Member Clamp Design	CA	122836.00	10/24/07	Patent No. 122836, issued 9/17/2008

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Drum Rack Member Clamp Design	CN	Design	200730329517.60	1/29/07	Patent NO. CN 300857863 D; issued 12/10/2008
Drum Rack Member Clamp Design	JP	Design	2007-29614	12/4/07	Patent No. 1329026, issued 04/04/2008
ECD-Arm/Cross/Hex	EP	Design	815097.00	10/25/07	Patent Nos. 000815097-0001, 0002 & 0003
Drum Rack Member Design	CA	Design	122837.00	10/24/07	Pending
Drum Rack Member Design	CN	Design	200730329519.50	10/29/07	expect granted patent (reg fee was due 02/24/2009, we authorized & got confirm that fees were paid)
Drum Rack Member Design	JP	Design	2007-29615	12/4/07	Patent No. 1329027, issued 04/04/2008
Instrument Support Apparatus with Internal Cabling	CA	Utility	2594892.00	10/1/07	Pending
Instrument Support Apparatus with Internal Cabling	EP	Utility	38939.00	8/10/06	Pending
Instrument Support Apparatus with Internal Cabling	JP	Utility	2006-549656	7/18/06	Pending
Musical Support Apparatus Designs	CA	Design	126835.00	7/14/08	Patent No. 126835; issued 10/20/2009
Musical Support Apparatus Designs	ECD	Design	96914	7/14/08	969142-001; issued 09/19/2008
Percussion Instrument Support Apparatus	JP	Utility	not known yet	10/26/09	Pending
Percussion Instrument Support Apparatus	EP	Utility	8747048.00	11/27/09	Pending
Item Support Stand for Supporting Keyboards and the Like	DE	Design	40407357.30	12/30/04	Patent No. 404 07 357.3

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Item Support Stand for Supporting Keyboards and the Like	JP	Design	2005-26 / 505006574			Pat No. 1258426, Issued 11/4/05
Musical Instrument Support Methods and Apparatus	CA	Utility	2593717.00	5/9/01		Pending
Musical Instrument Support Methods and Apparatus	CN	Utility	200480044883.00	12/30/04		Pending
Musical Instrument Support Methods and Apparatus	EP	Utility	04-815.977.6	6/28/07		Pending
Musical Instrument Support Methods and Apparatus	HK	Utility	111736.80			Pending
Musical Instrument Support Methods and Apparatus	JP	Utility	2007-549334	6/29/07		Pending
Musical Instrument Support Methods and Apparatus	JP-Div1	Utility		12/19/07		Pending

EXHIBIT B
TRADEMARKS

REGISTERED TRADEMARKS

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
V-STAND	3,080,983	4/11/2006
ULTIMATE	1,862,541	11/15/1994
ULTIMATE	1,725,123	10/20/1992
ULTIMATE	1,639,035	3/26/1991
ULTIMATE	1,675,107	2/11/1992
ULTIMATE	1,687,795	5/19/1992

PENDING TRADEMARKS

<u>Trademark</u>	<u>Serial No.</u>	<u>File Date</u>
TOUR SERIES	76-698,238	7/2/2009
TELE LOCK	76-698,237	7/2/2009
PRO SERIES	76-698,236	7/2/2009
JAMSTANDS	76-698,224	7/2/2009
ULTIMATE SUPPORT	76-698,095	6/26/2009
APEX	76-698,094	6/26/2009
IQ SERIES	76-698,093	6/26/2009
THE STRENGTH OF INNOVATION	76-698,092	6/26/2009
GENESIS	76-698,091	6/26/2009
CUSTOM SERIES	76-698,090	6/26/2009
LIVE SERIES	76-698,223	7/2/2009