

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Memorandum and Notice of Security Interest in Intellectual Property		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Western Funding Incorporated		10/15/2010	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Agent		
Street Address:	55 South Lake Avenue		
City:	Pasadena		
State/Country:	CALIFORNIA		
Postal Code:	91101		
Entity Type:	National Association: UNITED STATES		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2461095	WFI	
CORRESPONDENCE DATA			
Fax Number:	(949)720-0182		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	949-224-6282		
Email:	trademark@buchalter.com		
Correspondent Name:	Sandra P. Thompson		
Address Line 1:	18400 Von Karman Ave., Suite 800		
Address Line 4:	Irvine, CALIFORNIA 92612-0514		
ATTORNEY DOCKET NUMBER:	B0660-0093		
NAME OF SUBMITTER:	Sandra P. Thompson		
Signature:	/Sandra P. Thompson/		
Date:	10/18/2010		

CH \$40.00 2461095

Total Attachments: 6

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**MEMORANDUM AND NOTICE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

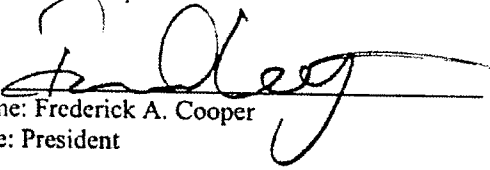
WESTERN FUNDING INCORPORATED, a California corporation ("Debtor"), whose address is 3915 E. Patrick Lane, Las Vegas, Nevada 89120, hereby acknowledges that it has granted to BANK OF AMERICA, N.A., as Agent ("Secured Party"), whose address is 55 South Lake Avenue, Suite 900, Pasadena, California 91101, for the ratable benefit of the financial institutions from time to time party to the Agreement (as defined below) as lenders, a security interest in and to all of Debtor's right, title and interest in and to: (a) the trademarks and trademark registrations and applications therefor which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by Debtor (the "Trademarks"), together with the goodwill and assets of the business, as set forth in the Agreement (as defined below); (b) the patents and patent applications which are identified on Exhibit B attached hereto and herein incorporated by this reference owned by Debtor (the "Patents"); and (c) the copyright registrations which are identified on Exhibit C attached hereto and herein incorporated by this reference owned by Debtor (the "Copyrights"), and (d) all actions for infringement concerning the foregoing.

The terms and conditions of the aforementioned security interest are contained in that certain Loan and Security Agreement dated as of October 15, 2010 (as may be amended from time to time, the "Agreement"), by and between, SDD Mergerco, Inc., a California corporation (pursuant to the terms of which Debtor shall merge with and into SDD Mergerco, Inc., with Western Funding Incorporated, a California corporation, as the surviving entity and Borrower thereunder) and Secured Party, as security for the Obligations as set forth in the Agreement and other agreements referred to therein. Debtor acknowledges that it is the surviving entity after the Closing Date merger, and as the surviving entity agrees to assume the liabilities and obligations of SDD Mergerco, Inc. under the Agreement and reaffirms the Grant of Security Interest to Secured Party under the Agreement. Nothing contained in this Memorandum and Notice 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 Secured Party may have in any other collateral described in the Agreement or otherwise. Capitalized terms used herein otherwise not defined shall have the meanings ascribed to them in the Agreement.

[Signature page to follow.]

IN WITNESS WHEREOF, the undersigned has duly executed this document as of the 15 day of October, 2010.

WESTERN FUNDING INCORPORATED,
a California corporation

By: 
Name: Frederick A. Cooper
Title: President

Memorandum of Security Interest in Intellectual Property

TRADEMARK
REEL: 004298 FRAME: 0112

EXHIBIT A
TRADEMARKS

OWNER	TRADEMARK	SERIAL NO./ REG. NO.	FILE DATE/ REG. DATE
Western Funding Incorporated	WFI	2461095	06/19/2001

Exhibit A

BN 7210549v4

TRADEMARK
REEL: 004298 FRAME: 0113

EXHIBIT B
PATENTS

None.

EXHIBIT C
COPYRIGHTS

None.

BN 7210549v4

Exhibit C

RECORDED: 10/18/2010

TRADEMARK
REEL: 004298 FRAME: 0115