

06-03-1998



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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

21

To the Honorable Commissioner of

Please record the attached original document or copy thereof.

MRD 5-21-98

1. Name of conveying party(ies):

Union Bank of California, N.A.

- Individual(s)
- General Partnership
- Corporation
- Other
- Association - National
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: Focus 21 International, Inc.

Internal Address: _____

Street Address: 2755 Dos Aarons Way

City: Vista State: California Zip: 92083

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation - State of California
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from Assignment)

Additional name(s) and address(es) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Release of Security Interest in Trademarks
- Merger
- Change of Name

Execution Date: January 13, 1998

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

N/A

B. Trademark Registration No.(s)

Please see attachment (one page)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: SNELL & WILMER L.L.P.

Internal Address: Attn: Michael K. Kelly

Street Address: One Arizona Center

400 East Van Buren

City: Phoenix State: AZ ZIP: 85004-0001

6. Total number of applications and registrations involved:

21

7. Total fee (37 CFR 3.41) \$ 540.00

- Enclosed - check no. S&W 25649
- Deficiency only authorized to be charged to deposit account

8. Deposit account number:

19-2814

06/02/1998 DCOATES 00000077 2091197

DO NOT USE THIS SPACE

01 FC:481 40.00 OP
02 FC:482 500.00 OP

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Michael K. Kelly, Reg. No. 32,848

Name of Person Signing

Michael K. Kelly

Signature

May 18, 1998

Date

Exhibit "A"
to
Release of
Security Interest in Trademarks

<u>Type</u>	<u>Jurisdiction</u>	<u>Mark</u>	<u>Registration No.</u>	<u>Date Registered</u>
Stylized	U.S.A.	BIO2 RITUALS	2,091,197	26 August 1997
Stylized	U.S.A.	BIO2 TANICALS	1,799,025	19 October 1993
Typed	U.S.A.	SEA-Z	1,722,890	6 October 1992
Typed	U.S.A.	ENVIRO-TEK	1,692,300	9 June 1992
Typed	U.S.A.	HAIR TOYS	1,676,488	25 February 1992
Typed	U.S.A.	FOCUS21	1,639,801	2 April 1991
Typed	U.S.A.	FOCUS	1,626,584	11 December 1990
Typed	U.S.A.	PANASEA	1,625,552	4 December 1990
Typed	U.S.A.	DESIGNER ILLUSIONS	1,618,057	16 October 1990
Typed	U.S.A.	OXY LOCK	1,603,331	26 June 1990
Typed	U.S.A.	SEA PROOF	1,585,258	6 March 1990
Typed	U.S.A.	ART FORM	1,538,810	16 May 1989
Stylized	U.S.A.	MILIZ	1,505,500	27 September 1988
+Design	U.S.A.	BRONZEE	1,404,491	5 August 1986
Stylized	U.S.A.	FOCUS 21	1,399,155	1 July 1986
Typed	U.S.A.	SEA PLASMA	1,337,492	28 May 1985
Typed	U.S.A.	MULTI-GLAND-21	1,306,751	27 November 1984
Stylized	U.S.A.	FOCUS 21	1,305,646	20 November 1984
Typed	U.S.A.	FOCUS	1,262,772	3 January 1984
Typed	U.S.A.	MEGATONE	1,259,732	6 December 1983
Typed	U.S.A.	ANDROBAN	1,253,503	11 October 1983

ATTACHMENT
to
Trademark Recordation Form Cover Sheet,
Section 4.B.

Trademark Registration Nos.

<u>Type</u>	<u>Jurisdiction</u>	<u>Mark</u>	<u>Registration No.</u>	<u>Date Registered</u>
Stylized	U.S.A.	BIO2 RITUALS	2,091,197	26 August 1997
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**RELEASE OF
SECURITY INTEREST IN TRADEMARKS**

This Release of Security Interest in Trademarks is made as of JANUARY 13, 1998 1998 by UNION BANK OF CALIFORNIA, N.A., a national association with a principal place of business at 530 "B" Street, San Diego, California 92101 (the "Secured Party").

WHEREAS, FOCUS 21 INTERNATIONAL, INC., a California corporation with a principal place of business at 2755 Dos Aarons Way, Vista, California 92083 (the "Company") owns the trademarks listed on Exhibit "A" hereto (the "Listed Trademarks"), which trademarks are registered in the United States Patent and Trademark Office (the "USPTO"); and

WHEREAS, the Company has granted to the Secured Party a security interest in, *inter alia*, general intangibles which includes certain of its trademarks and trademark applications, including but not limited to the Listed Trademarks, and the registrations thereof, as set forth in the following documents:

The "Security Agreement - Chattel Mortgage" dated as of June 22, 1993, executed by the Company and previously filed and recorded in the USPTO at Reel 1665, Frame 0389 (5 pages); and

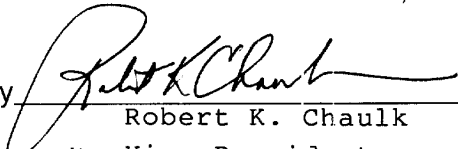
The "UCC-1 Financing Statement" dated as of June 22, 1993, executed by the Company and previously filed and recorded in the USPTO at Reel 1665, Frame 0394 (4 pages)

(the "Trademark Collateral Assignments"); and

WHEREAS, the Secured Party has agreed to release its security interest in all of the Company's trademarks, trademark applications, and any registrations issuing on any trademark application, including the Listed Trademarks and further including all goodwill associated with the foregoing, and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Secured Party hereby releases its security interest in all of the Company's trademarks, trademark applications, and any trademark registrations issuing on any trademark application, including the Listed Trademarks and the registrations thereof and of any other rights it might have arising out of the Trademark Collateral Assignments.

UNION BANK OF CALIFORNIA, N.A.

By 
Robert K. Chaulk
Its Vice President

Secured Party

STATE OF CALIFORNIA)
County of LOS ANGELES) SS.

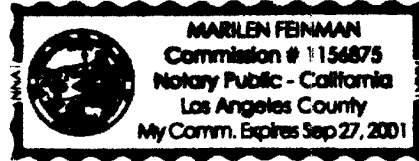
On this 27th day of APRIL, 1998, before me, a notary public in and for said county, appeared - ROBERT K. CHAULK -, the VICE PRESIDENT of UNION BANK OF CALIFORNIA, N.A., a national association, who is personally known to me to be the same person whose name is subscribed to the foregoing instrument, and he/~~she~~ acknowledged that he/~~she~~ signed, sealed, and delivered the said instrument as his/~~her~~ free and voluntary act for the uses and purposes therein set forth.

(Seal)

Marilyn Feinman
Marilyn Feinman

Notary Public

My commission expires:
September 27, 2001



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