

07-13-1998

FORM PTO-1584  
(Rev. 9-83)

OMB No. 0651-0011 (exp. 4/94)

Tab settings

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HEET

U.S. DEPARTMENT OF COMM  
Patent and Trademark

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

MAKALOT USA, INC.  
1410 Broadway  
New York, New York 10018

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

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

2. Name and address of receiving party(ies)

Name: CENTURY BUSINESS CREDIT CORPORATION

Internal Address:

Street Address: West 40th Street

City: New York State: N.Y. ZIP: 10018

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State NY
- 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) & address(es) attached?  Yes  No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Trademark Assignment of Security
- Merger
- Change of Name

Execution Date:

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

75/488,903

Additional numbers attached?  Yes  No

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

Name: Federal Research Corp

Internal Address:

Street Address: 400 Seventh St NW  
Suite 101

City: Washington State: DC ZIP: 20004

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

10/1998 BCDATES 00000172 75488903

DO NOT USE THIS SPACE

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.

Andrew TAVANBAN

Name of Person Signing

[Signature]

Signature

7/1/98

Date

Total number of pages including cover sheet, attachments, and document: 2

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Rm 4410

CENTURY BUSINESS CREDIT

JUL-01-1998 13:31

2127033522 P.03/03

TRADEMARK

REEL: 1751 FRAME: 0457

## TRADEMARK ASSIGNMENT OF SECURITY

**WHEREAS**, MAKALOT USA, INC., a corporation formed under the laws of NEW YORK ("Borrower") located at 1410 BROADWAY, NEW YORK, NY 10018, has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

**WHEREAS**, Borrower is obligated to **CENTURY BUSINESS CREDIT CORPORATION** ("Lender") located at 119 West 40th Street, New York, New York, 10018 pursuant to (i) a certain Factoring Agreement, dated the date hereof, between Lender and Borrower, and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof made by Borrower in favor of Lender (the "Agreements"); and

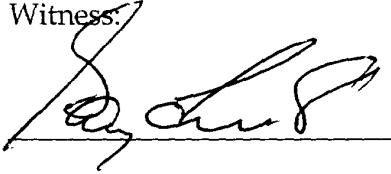
**WHEREAS**, pursuant to the Agreements, Borrower is granting to Lender a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

**NOW, THEREFORE**, for good and valuable consideration, receipt of which is hereby acknowledged, Borrower does hereby assign unto Lender and grant to Lender a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

Lender expressly acknowledges and affirms that the rights and remedies of Lender with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: New York, New York  
6/25 98, 1998

Witness:



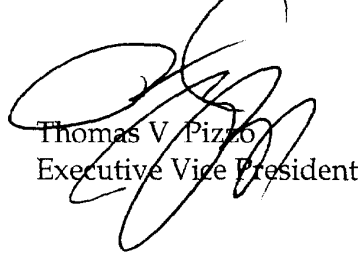
**MAKALOT USA, INC.**



Franklin Klein  
Vice President

**CENTURY BUSINESS CREDIT CORPORATION**

Witness:



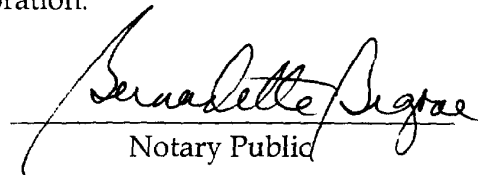
Thomas V. Pizzo  
Executive Vice President

STATE OF NEW YORK )

: ss.:

COUNTY OF NEW YORK)

On this 25<sup>th</sup> day of June, 1998, before me personally came Franklin Klein, to me known, who, being by me duly sworn, did depose and say that he is the Vice President of Makalot USA, Inc., the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by order of the board of directors of said corporation.



Notary Public


**BERNADETTE BIGONE**  
Notary Public, State of New York  
No. 03-4905170  
Qualified in Bronx County  
Commission Expires Sept. 14, 1999

STATE OF NEW YORK )

: ss.:

COUNTY OF NEW YORK)

On this 26<sup>th</sup> day of June, 1998, before me personally came Thomas V. Pizzo, to me known, who, being by me duly sworn, did depose and say that he is the Executive Vice President of Century Business Credit Corporation, the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by like order by order of the board of directors of said corporation.

  
Notary Public

**BERNADETTE BIGONE**  
Notary Public, State of New York  
No. 03-4905170  
Qualified in Bronx County  
Commission Expires Sept. 14, 1999

SCHEDULE A

Schedule A to a Trademark Assignment of Security Agreement dated June  
26, 1998, by and between MAKALOT USA, INC. and CENTURY BUSINESS  
CREDIT CORPORATION.

<u>Reg. No. or Application No.</u>	<u>Mark</u>	<u>Reg. or Country</u>	<u>Filing Date</u>
75/488,903	FRANKLIN KLEIN	USA	5/21/98

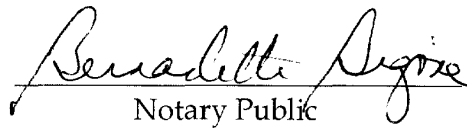
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STATE OF NEW YORK )

: ss.:

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