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FORM PTO-1594 U.S.

(Rev. 6-93)

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



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DEPARTMENT OF COMMERCE

Patent and Trademark Office

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

1. Name of conveying party(ies):

Cable & Co. Worldwide, Inc.

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

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

2. Name and address of receiving party(ies)

Name: Heller Financial, Inc.
39 West 56th Street
New York, NY 10019

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

3. Nature of conveyance:

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

Execution Date: August 5, 1998

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #39

4. Application number(s) or registration numt



08-07-1998

A. Trademark Application No.(s)

75/438404

Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Jenifer Paine, Esq.
Address: Paul Hastings Janofsky & Walker
399 Park Avenue - 31st Fl.
New York, NY 10022

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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

The Commissioner is authorized to charge:

8. Deposit Account No:

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.

Jenifer Paine

Name of Person Signing

Signature

August 6, 1998

Date

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

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

Assistant Commissioner for Trademarks, Box Assignments
2900 Crystal Drive
Arlington, VA 22202-3513

SECURITY INTEREST AGREEMENT

This Agreement is made this 5 day of August, 1998 by and between Cable & Co. Worldwide, Inc., a Delaware corporation ("Assignor"), and Heller Financial Inc., a Delaware corporation ("Assignee").

WHEREAS, Assignor has, by separate document, granted a security interest in favor of Assignee in and to all of Assignor's trademarks;

NOW, THEREFORE, for good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby grant a security interest to Assignee of all right, title, and interest it now has or may ever have had in the said trademarks, the applications and/or registrations therefor, including but not limited to the following trademark registrations and applications:

<u>MARK</u>	<u>SERIAL NUMBER</u>
X BACCO	75/438404

Signed as a sealed instrument.

CABLE & CO. WORLDWIDE, INC.
By: Heller Financial, Inc.,
Under Power of Attorney

HELLER FINANCIAL, INC.

By: *Kathleen M. Graca*
Name: Kathleen M. Graca
Title: Vice President

By: *P. Hayes*
Name: PATRICK HAYES
Title: VP

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