

04-26-1999



101019354

REGISTRATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

65-1219
CROSS

1. Name of conveying party(ies):

NEPTUNE MANAGEMENT CORP.
(California Corp)

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

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

3. Nature of conveyance:

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

Execution Date: April 19, 1999

2. Name and address of receiving party(ies)

Name: EMANUAL WEINTRAUB et al
c/o STEIN & FLUGGE LLP
Internal Address: Attn: Marc Stein, Esquire

Street Address: Suite 825, 9200 Sunset Blvd.

City: Los Angeles State: CA ZIP: 90069

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other Attorney-in-fact for Secured Party

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,984,894 July 9, 1996

NEPTUNE SOCIETY

Additional numbers attached? Yes No

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

Name: Burton Scheiner

Internal Address: Dennison, Meserole, Scheiner & Schultz

Street Address: 612 Crystal Square 4

1745 Jefferson Davis Highway

City: Arlington, State: VA ZIP: 22202-3417

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)

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.

Burton Scheiner, Reg. 24018
Name of Person Signing

Burton Scheiner
Signature

April 21, 1999
Date

Total number of pages including cover sheet, attachments, and document: 3

00000079 1999
04/23/1999
01 FC: 48

APPENDIX A

EMANUEL WEINTRAUB, as attorney-in-fact for Helen Kramer, Milton Kramer, Paul Shields, Nancy Leferman, Norman Leferman, Sam Perlow, Joan Perlow, Stuart Solomon, Marilyn Tenzer, Arlene Zicklin, Stan Zicklin, Emanuel Weintraub Intervivos Trust, Linda Stark, Jill Shulman, Ted Boock, Marlene Burdman, James Freedman, Freedman Family Trust, Dennis Family Trust - Leo Robert and Lorraine Dennis, Leo Robert Dennis - IRA Smith Barney, Dennis Family Trust - Ron Dennis, Dennis Family Trust - Richard and Jessica Dennis, JPS Associates, Marcia Deifik, Connie King, Herm Warne, Jon Warne, Judith Glaser, Steve Brown, Irving Steinfeld, Steve Schwartz, Zorinee Schwartz, Marvin Falikoff, Mervyn Kalman, Jerry Lertzman, RER

SUMMARY OF TRADEMARK SECURITY INTEREST

WHEREAS, Neptune Management Corp., a California corporation, ("Owner") is the owner of the following trademark(s)/service mark(s) and trademark/service mark application(s) (the "Trademark(s)"):

REGISTERED TRADEMARK/SERVICE MARK

<u>MARK</u>	<u>GOODS/SERVICES</u>	<u>CLASS</u>	<u>REG. NO.</u>	<u>DATE</u>
Neptune Society	Funeral, Burial and Cremation Services	42 (U.S. Cl. 100)	1,984,894	July 9, 1996

AND WHEREAS Owner has executed a Security Agreement of even date herewith in favor of those parties listed on Appendix A hereto ("Secured Party") pledging the Trademark, together with all goodwill associated therewith, as security for payment and performance of certain obligations as specified in the Security Agreement;

AND WHEREAS the parties desire to record Secured Party's security interest in and to the Trademark;

NOW, THEREFORE, Owner and Secured Party hereby acknowledge that for valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Owner has granted Secured Party a secured interest, in and to the Trademark, together with all goodwill associated therewith, including, but not limited to, all of Owner's rights worldwide to use the Trademark and to file for registration thereof in all countries through the world.

This Summary of Trademark Security Interest evidences rights to the Trademark and may be recorded in the United States Patent and Trademark Office.

NEPTUNE MANAGEMENT CORP.

Date: April 19/99

By: 
Its. Authorized Signatory