FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

10-27-1999

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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- [X] New
- [ ] Resubmission (Non-Recordation) Document ID #
- [ ] Correction of PTO Error Reel # Frame #
- [ ] Corrective Document Reel # Frame #

Conveyance Type

- [ ] Assignment
- [ ] License
- [X] Security Agreement
- [ ] Nunc Pro Tunc Assignment
- [ ] Merger
- [ ] Change of Name
- [ ] Other

Effective Date Month Day Year

Conveying Party

[ ] Mark if additional names of conveying parties attached

Name: Rehabilicare Inc.

Execution Date Month Day Year: 7/14/99

Formerly:

[ ] Individual [ ] General Partnership [ ] Limited Partnership [X] Corporation [ ] Association

[ ] Other

[X] Citizenship/State of Incorporation/Organization: Minnesota

Receiving Party

[ ] Mark if additional names of receiving parties attached

Name: U.S. Bank National Association

DBA/AKA/TA:

Composed of:

Address (line 1): U.S. Bank Place

Address (line 2): 601 Second Avenue South

Address (line 3): Minneapolis (City) MN/USA (State/Country) 55402 (Zip Code)

[ ] Individual [ ] General Partnership [ ] Limited Partnership

[ ] Corporation [ ] Association

[X] Other: National Banking Association

[ ] Citizenship/State of Incorporation/Organization:

[ ] If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. *(Designation must be a separate document from Assignment.)*

08/03/1999 BNGUYEN 00000149 75219580

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 725.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

FORM PTO-1618B
Expires 06/30/99
OMB 0651-0027

Page 2

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number (612) 338-0115

Name: Beth A. Schwartz

Address (line 1): Fabyanske, Westra & Hart, P.A.

Address (line 2): 920 Second Avenue South

Address (line 3): Suite 1100

Address (line 4): Minneapolis, MN 55402

Pages

Enter the total number of pages of the attached conveyance document including any attachments. # 3

Trademark Application Number(s) or Registration Number(s)

[X] Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
75/219,580			1,041,693	1,405,678	1,573,150
75/456,387			1,228,355	1,540,336	1,574,665
7/729,755			1,285,915	1,554,555	1,593,645

Number of Properties

Enter the total number of properties involved. # 30

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): $ 765.00

Method of Payment: Enclosed [X] Deposit Account [ ]

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes [X] No [ ]

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. Charges to deposit account are authorized, as indicated herein.

Beth A. Schwartz	Beth A. Schwartz	7/30/99
Name of Person Signing	Signature	Date Signed

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

☐ Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

☐ Individual ☐ General Partnership ☐ Limited Partnership ☐ Corporation ☐ Association

☐ Other

☐ Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

☐ Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

☐ Individual ☐ General Partnership ☐ Limited Partnership

☐ Corporation ☐ Association

☐ Other

☐ If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached *(Designation must be a separate document from the Assignment.)*

☐ Citizenship/State of Incorporation/Organization

Trademark Application Number(s) or Registration Number(s)

☐ Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
			1,635,444	1,801,974	2,107,321
			1,635,445	1,839,911	2,115,100
			1,635,446	433,838	396 21 220
			1647007	2,008,623	2,184,057
			2,007,543	2,008,624	
			2543272	2,090,515	
			1,780,819	2,107,320	

NOTICE OF SECURITY INTEREST IN U.S. TRADEMARKS

United States Trademark Office:

Please be advised that pursuant to a Security Agreement dated as of July 14, 1999 (the "Security Agreement") by REHABILICARE INC. ("Grantor") for the benefit of U.S. BANK NATIONAL ASSOCIATION ("Secured Party"), Grantor has granted to Secured Party a continuing security interest in, and a continuing lien upon, all of the trademarks and trademark applications described below:

TRADEMARKS

See Part I of Exhibit A attached hereto and incorporated herein by reference.

TRADEMARK APPLICATIONS

See Part II of Exhibit A attached hereto and incorporated herein by reference.

Secured Party's security interest in the described trademark and trademark applications can be terminated only in accordance with the terms of the Security Agreement.

Very truly yours,

REHABILICARE INC.

By: D. B. Kym

Its: President & CEO

Acknowledged by:

Jeremiah J. Kearney

JEREMIAH J. KEARNEY
NOTARY PUBLIC - MINNESOTA
HENNEPIN COUNTY
My Comm. Expires Jan. 31, 2000

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EXHIBIT A

TRADEMARKS AND TRADEMARK APPLICATIONS

PART I. TRADEMARKS

TRADEMARK REGISTRATION NO.	DESCRIPTION OF TRADEMARK	DATE OF REGISTRATION
1,041,693	STAODYN	06/22/76
1,228,355	STAODYN	02/22/83
1,285,915	STAODYN	07/17/84
1,405,678	DERMA/PULSE	08/19/86
1,540,336	NUWAVE	05/23/89
1,554,555	MAXIMA	09/05/89
1,573,150	STAODYN PLUS DESIGN	12/26/89
1,574,665	STYLIZED S	01/02/90
1,593,645	LO-BACK	04/24/90
1,635,444	STYLIZED S	02/19/91
1,635,445	STAODYN PLUS DESIGN	02/19/91
1,635,446	STAODYN	02/19/91
1647007	DERMAPULSE (France)	02/28/91
2,007,543	DERMAPULSE	12/19/91
2543272	DERMAPULSE (Japan)	05/31/93
1,780,819	REHABILICARE SYSTEMS	07/06/93
1,801,974	SOFT START	11/02/93
1,839,911	TUWAVE	06/14/94
433,838	DERMAPULSE	09/30/94
2,008,623	REHABILICARE	10/15/96
2,008,624	REHABILICARE & DESIGN	10/15/96
2,090,515	REHABILICARE & DESIGN	08/26/97
2,107,320	SPORTX AND DESIGN	10/21/97
2,107,321	SPORTX	10/21/97
2,115,100	REHABILICARE	11/25/97
396 21 220	REHABILICARE (Germany)	01/07/98
2,184,057	LO-BACK	08/25/98

PART II. TRADEMARK APPLICATIONS

TRADEMARK APPLICATION NO.	DESCRIPTION OF TRADEMARK	DATE OF FILING
75/219,580	YELLOW	12/30/96
75/456,387	SPORTX	01/16/97
7/729,755	STIMCARE	06/16/99