



101446556

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

1. Name of conveying party(ies):
 PAECO, INC. d/b/a WILKE-RODRIGUEZ
 156 Fifth Avenue
 New York, New York 10010

MKS
7-31-00

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

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

2. Name and address of receiving party(ies):
 Name: Century Business Credit Corporation
 Internal Address: _____
 Street Address: 119 West 40th Street
 City: New York State: NY ZIP: 10018

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State New York
 Other _____

3. Nature of conveyances:
 Assignment Merger
 Security Agreement Change of Name
 Other Corrective Assignment to document originally recorded 12/14/98 in Reel/Frame 1841/0407

Execution Date: December 14, 1998

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 registration number(s):
 A. Trademark Application.(s)

B. Trademark registration No.(s)
 Corrective Assignment to correct Registration Number relating to mark "WR Wilke Rodriguez & Design" to 1976462. Name of Assignor should be PAECO, INC. D/B/A WILKE-RODRIGUEZ.

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Federal Research Corporation
 Internal Address: _____

 Street Address: 400 Seventh Avenue, N.W., Suite 101

 City: Washington State: DC ZIP: 20004

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40⁰⁰
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____
 (Attach duplicate copy of this page if paying by deposit account)

08/29/2000 KTHA11 00000150 1976462
 01 FC:481 40.00 DP

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

Loukia Harris *Loukia Harris* July 21, 2000
 Name of Person Signing Signature Date

Total number of pages including coversheet, attachments and document: 7

01-15-1999

FORM PTC-156
1-31-92

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



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original documents or copy thereof.

1. Name of conveying party(ies):
PAECO, INC. d/b/a WILKE-RODRIQUEZ
156 Fifth Avenue
New York, New York 10010

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

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

2. Name and address of receiving party(ies):
Name: CENTURY BUSINESS CREDIT CORPORATION
Internal Address: _____
Street Address: 119 West 40th Street
City: New York State: NY ZIP: 10018

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State: New York
 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 Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 12/14/98

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
SEE ATTACHED A

B. Trademark registration No.(s)
SEE ATTACHED A

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Federal Research Corp
1
Internal Address: _____
Street Address: 400 Seventh St NW
Suite 101
Washington
City: _____ State: DC ZIP: 20004

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41): \$ 145⁰²
 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

Kim Brathwaite *Kim Brathwaite* 1/5/99
Name of Person Signing Signature Date

4

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

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

TRADEMARK
REEL: 002129 FRAME: 0066

CORRECTED
SCHEDULE A

Schedule A to a Trademark Assignment of Security dated December 14, 1998, by and between PAECO, INC. and CENTURY BUSINESS CREDIT CORPORATION.

<u>Registration or Mark</u>	<u>Reg. No. or Application No.</u>	<u>Country</u>	<u>Date</u>
WR Wilke Rodriguez & Design	1976482 1976462	United States	5/28/96
WR Wilke Rodriguez Relax	1974928	United States	5/21/95 ✓
WR Wilke Rodriguez Relax & Design	1978216	United States	6/4/96 ✓
WR Relax & Design	1978215	United States	6/4/96 ✓
Zero 06 Six Wilke Rodriguez	1885065	United States	3/21/95 ✓
Zero 06 Six & Design	1891177	United States	4/25/95 ✓

TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, PAECO, INC. d/b/a/ WILKE-RODRIGUEZ located at 156 Fifth Avenue, New York, New York 10010 ("Company"), 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, Company is obligated to CENTURY BUSINESS CREDIT CORPORATION ("Century") located at 119 West 40th Street, New York, New York 10018, pursuant to (i) a certain Factoring Agreement, dated the date hereof, between Century and Company and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof made by Company in favor of Century (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

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

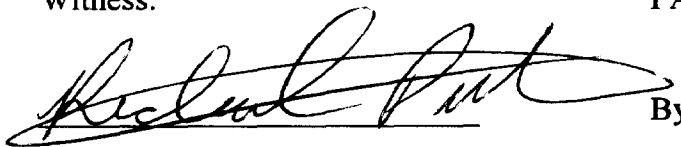
NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Company does hereby assign unto Century and grant to Century a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor,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

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


Dated: New York, New York
December 14, 1998

Witness:

PAECO, INC.

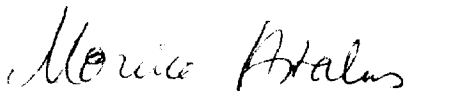


By:



Name: Eduardo Rodriguez
Title: CEO

Witness:

CENTURY BUSINESS CREDIT CORPORATION



By:


Name: Thomas Pizzo
Title: PM

STATE OF NEW YORK)
 : ss.:
COUNTY OF NEW YORK)

On this 22nd day of December, 1998, before me personally came Eduardo Rodriguez to me known, who, being by me duly sworn, did depose and say that he is the President of Paeco, Inc., the corporation described in and which executed the foregoing instrument; and that he was authorized to sign his name thereto on behalf of said corporation.

Kathryn M. Appella
Notary Public

Kathryn M. Appella
A Notary Public of NJ
My Commission Expires
May 21, 2001

STATE OF NEW YORK)
 : ss.:
COUNTY OF NEW YORK)

On this 15th day of December, 1998, before me personally came Thomas J. Pignone to me known, who, being by me duly sworn, did depose and say that he is the CEO of Century Business Credit Corporation, the corporation described in and which executed the foregoing instrument; and that he was authorized to sign his name thereto on behalf of said corporation.

Bernadette Bigone
Notary Public

BERNADETTE BIGONE
Notary Public, State of New York
No. 03-001171
Qualified in Bronx County
Commission Expires Sept. 14, 1999