



101540297

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To the Honorable Commissioner of Patents

These records are attached original documents or copy thereof.

MPO 12-5-00

1. Name of conveying party(ies):

DELTA HOLDINGS, INC.  
525 Seventh Avenue  
New York, NY 10018

12-5-00

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

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

3. Nature of conveyances:

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

Execution Date: November 30, 2000

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 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

4. Application Number(s) or registration number(s):

A. Trademark Application.(s)

SEE ATTACHED SCHEDULE A

B. Trademark registration No.(s)

SEE ATTACHED SCHEDULE A

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: \_\_\_\_\_

4

7. Total fee (37 CFR 3.41): \_\_\_\_\_

\$115<sup>00</sup>

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: \_\_\_\_\_

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

12/06/2000 DNGUYEN 00000009 2121669

DO NOT USE THIS SPACE

01 FC:481 40.00 OP  
02 FC:482 75.00 BP

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

Name of Person Signing

Signature

December 1, 2000

Date

Total number of pages including coversheet, attachments and document:

4

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

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated November 30, 2000, by and between DELTA HOLDINGS, INC. and CENTURY BUSINESS CREDIT CORPORATION.

<u>OWNER</u>	<u>APPL OR REGS NUMBER</u>	<u>TRADMARK NAME</u>	<u>REGISTRATION DATE</u>
DELTA HOLDINGS, INC.	2121669	FINITY	12/16/97
DELTA HOLDINGS, INC.	2212193	FINITY STUDIO	12/22/98
DELTA HOLDINGS, INC.	2121670	FINITY NATURALS	12/16/97
DELTA HOLDINGS, INC.	1821446	FINITY	2/15/94

**TRADEMARK ASSIGNMENT OF SECURITY**

WHEREAS, DELTA HOLDINGS, INC. a corporation formed under the laws of New York, located at 525 Seventh Avenue, New York, New York 10018 ("Company"), has adopted, used and is using, or intends to use, 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 40<sup>th</sup> Street, New York, New York, 10018 pursuant to (i) a certain Guaranty of the obligations of GSA Group, Ltd., to Century pursuant to a Factoring Agreement dated as of the date hereof, between Century and GSA Group, Ltd. and (ii) a certain Trademark Collateral Security Agreement, dated as of 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 associated with 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 associated with the Marks, and registrations and applications therefor, which 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  
November 30<sup>th</sup>, 2000

Witness:

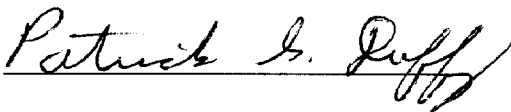
  
\_\_\_\_\_

DELTA HOLDINGS, INC.,

By:   
\_\_\_\_\_

Jayson Tynan  
President

Witness:

  
\_\_\_\_\_

CENTURY BUSINESS CREDIT CORPORATION

By:   
\_\_\_\_\_

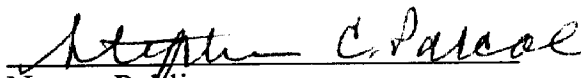
Name:  
Title:



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

On this 30<sup>th</sup> day of November, 2000, before me personally came Jason Tynan, to me known, who, being by me duly sworn, did depose and say that he is the President of DELTA HOLDINGS, 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.

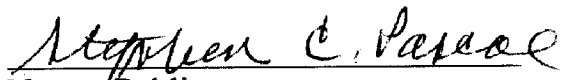
STEPHEN C. PASCAL  
Notary Public, State of New York  
No 02PA828  
Qualified in New York County  
Commission Expires June 30, 2002

  
Notary Public

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

On this 30<sup>th</sup> day of NOVEMBER, 2000, before me personally came CHRISTOPHER GOCKL, to me known, who, being by me duly sworn, did depose and say that he is the SENIOR VICE PRESIDENT 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.

STEPHEN C. PASCAL  
Notary Public, State of New York  
No 02PA828  
Qualified in New York County  
Commission Expires June 30, 2002

  
Notary Public