

Mkt REGD 6-26 98

07-08-1998

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To the Honorable Commissioner of Patents

100756528

Send original documents or copy thereof.

1. Name of conveying party(ies):

Emtek Healthcare Corporation

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

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

3. Nature of conveyance:

- Assignment Merger
[X] Security Agreement Change of Name
Other

Execution Date: May 29, 1998

2. Name and address of receiving party(ies)

Name: First Union National Bank, as Agent

Internal Address: Corporate Finance

Street Address: 301 South College Street

City: Charlotte State: NC ZIP: 28288

- Individual(s) citizenship
Association
General Partnership
Limited Partnership
[X] Corporation-State
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 patent number(s):

A. Trademark Application No.(s)
See Attached Schedule A

B. Trademark Registration No.(s)
See Attached Schedule A

Additional numbers attached: [X] Yes No

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

Name: John A. Kinneer, Legal Assistant

Internal Address:

Robinson, Bradshaw & Hinson, P.A.

Street Address:

101 North Tryon Street, Suite 1900

City: Charlotte State: NC ZIP: 28246

6. Total number of applications and registrations involved:

6

7. Total fee (37 CFR 3.41).....\$ 165.00

- [X] Enclosed
Authorized to be charged to deposit account

8. Deposit account number:

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

07/07/1998 DEPOSITED 00000234 1785780

DO NOT USE THIS SPACE

01 FC:401 40.00 OP
02 FC:402 125.00 OP

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.

John A. Kinneer

Name of Person Signing

Signature

June 25, 1998

Date

Total number of pages including cover sheet, attachments, and document.

TRADEMARK

SCHEDULE A TO
SHORT FORM TRADEMARK
COLLATERAL ASSIGNMENT

Reg. No.	REGISTERED TRADEMARKS	Country
1755980	Design Mark	USA
1467075	EMTEK	USA

Appln. No.	TRADEMARK APPLICATIONS	Country
74/568137	CONTINUUM 2000	USA
74/568135	CONTINUUM 2000	USA
74/568134	CONTINUUM 2000	USA
75/382565	EMTEK SPECIALCARE	USA

SHORT FORM TRADEMARK
COLLATERAL ASSIGNMENT

WHEREAS, Emtex Healthcare Corporation (the "Grantor") is the owner of the trademarks and service marks listed on Schedule A attached hereto, which marks are registered or have pending registrations in the United States Patent and Trademark Office as set forth on Schedule A attached hereto (all such trademarks, service marks, registrations and applications, collectively, the "Trademarks") and is the owner of the patents listed on Schedule A attached hereto, which patents have been issued by or have pending applications in the United States Patent and Trademark Office as set forth on Schedule A attached hereto (all such patents and applications, collectively, the "Patents"); and

WHEREAS, the Grantor has entered into an Amended and Restated Pledge and Security Agreement (as amended, modified, restated or supplemented from time to time, the "Security Agreement"), dated as of May 29th, 1998, in which the Grantor has agreed with First Union National Bank of North Carolina, as Agent (the "Agent"), with offices at One First Union Center, 301 South College Street, Charlotte, North Carolina 28288-0735, to execute this Assignment;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, as security for the payment and performance of the Secured Obligations (as defined in the Security Agreement), the Grantor does hereby assign and grant to the Agent a security interest in all of its right, title and interest in and to the Trademarks and the Patents, and the use thereof, together with all proceeds and products thereof and the goodwill of the business symbolized by the Trademarks and the Patents. This Assignment has been given in conjunction with the assignment and security interest granted to the Agent under the Security Agreement, and the provisions of this Agreement are without prejudice to and in addition to the provisions of the Security Agreement, which are incorporated herein by this reference.

EMTEK HEALTHCARE CORPORATION

By: Robert J. Vanaria
Title: CEO