Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE: NEW ASSIGNMENT

NATURE OF CONVEYANCE: SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Fischer Imaging Corporation		02/25/2005	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Comvest Investment Partners II LLC
Street Address:	One North Clematis Street
Internal Address:	Suite 300
City:	West Palm Beach
State/Country:	FLORIDA
Postal Code:	33401
Entity Type:	Limited Liability Company: Delaware:

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Registration Number:	1043418	FISCHER
Registration Number:	1535068	FISCHERIMAGING
Registration Number:	1186567	TRAUMEX
Registration Number:	1700417	MAMMOTEST
Registration Number:	1841275	MAMMOVISION
Registration Number:	2229909	MAMMOTEST PLUS
Registration Number:	2257104	SENOSCAN
Registration Number:	2556460	MAMMOSOUND
Registration Number:	2664177	VERSARAD
Serial Number:	78491045	BLOOM
Serial Number:	78491242	EPX 60
Serial Number:	78491517	SENO SOUND
Serial Number:	78491407	SENOVIEW
		TRADEMARK

TRADEMARK "
REEL: 003036 FRAME: 0080

900020455

Serial Number:	78491458	SENO VIEW PLUS	
Serial Number:	78491310	SPX	

CORRESPONDENCE DATA

Fax Number: (212)801-6400

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: (212) 801-9200

Email: schlossd@gtlaw.com, wilkinsa@gtlaw.com

Correspondent Name: Greenberg Traurig, LLP

Address Line 1: 200 Park Avenue
Address Line 2: Met Life Building

Address Line 4: New York, NEW YORK 10166

NAME OF SUBMITTER:	Daniel I. Schloss
Signature:	/daniel i. schloss/
Date:	02/28/2005

Total Attachments: 8

source=Trademark Security Agreement with Fischer Imaging Corp#page1.tif source=Trademark Security Agreement with Fischer Imaging Corp#page2.tif source=Trademark Security Agreement with Fischer Imaging Corp#page3.tif source=Trademark Security Agreement with Fischer Imaging Corp#page4.tif source=Trademark Security Agreement with Fischer Imaging Corp#page5.tif source=Trademark Security Agreement with Fischer Imaging Corp#page6.tif source=Trademark Security Agreement with Fischer Imaging Corp#page7.tif source=Trademark Security Agreement with Fischer Imaging Corp#page8.tif

TRADEMARK SECURITY AGREEMENT

WHEREAS, Fischer Imaging Corporation, a Delaware corporation (the "Assignor"), is the owner of certain trademarks and service marks, including without limitation the registrations and pending applications therefor in the United States Patent and Trademark Office as set forth on Schedule A annexed hereto and made a part hereof, (collectively, the "Trademarks");

WHEREAS, Assignor has entered into a Security Agreement dated as of February _____, 2005 (the "Master Security Agreement"), between the Assignor and Comvest Investment Partners II LLC, a Delaware limited liability company ("Assignee"):

WHEREAS, pursuant to the Master Security Agreement the Assignor has agreed to assign and grant to Assignee a continuing security interest in, and a continuing lice on, all of the Assignor's right, title, and interest in and to the Trademarks;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Assignor does hereby assign and grant to Assignee, a continuing security interest in and a continuing lien on, the Trademarks as security for the payment and performance of the Obligations as defined in the Master Security Agreement.

IN WITNESS WHEREOF, the Assignor has caused this Security Agreement to be duly executed by its authorized officer or agent as of February 2Z, 2005.

FISCHER	IMAGING	CORPORATION

[Corporate Seal]

Name: Harris Ravinc
Title: President + CEO

STATE OF <u>Colorado</u>)) ss.: COUNTY OF <u>Adams</u>)

On this <u>22</u> day of February, 2005, before me personally came <u>Horris Pavinc</u> to me known, who, being by me duly sworn, did depose and say that (s)he is the <u>President teeo</u> of Fischer Imaging Corporation, the Delaware corporation described herein and which executed the foregoing instrument; and that (s)he signed his/her name thereto pursuant to the authority granted by said corporation.

[NOTARIAL SEAL]

My Commission Expires: April 3, 2006

Jammy Okana

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SCHEDULE A (Trademarks)

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Security Agreement Schedule A—Location of Assets and Records

(i) the Company's principal executive office and other place(s) of business

12300 North Grant Street Denver, Colorado 80241

Air Center, Building A 16 chemin des Coquelicots Vernier, Switzerland

(ii) the address where the books and records relating to the Collateral are maintained,

12300 North Grant Street Denver, Colorado 80241

Air Center, Building A 16 chemin des Coquelicots Vernier, Switzerland

(iii) any other location of any Equipment or tangible Collateral,

None

(iv) the location of leased facilities and name of each lessor/sublessor,

Facility	Lessor
12300 North Grant Street	JN Properties
Denver, Colorado 80241	
Air Center, Building A	Jean Nussbaumer
16 chemin des Coquelicots	
Vernier, Switzerland	

(v) the location, account title and account numbers of all bank accounts maintained by or on behalf of the Company,

Location	Account Title	Account Number	
SILICON VALLEY BANK 3003 TASMAN DRIVE SANTA CLARA, CA 95054			
	FISCHER IMAGING	88000)5

FISCHER IMAGING 8800057166 CORPORATION 886-02415-1-5ZGI

	OPERATING	3300402820
	PAYROLL	3300402835
	CASH COLLATERIAL	3300466328
WELLS FARGO BANK, N.A. P.O. BOX 63020 SAN FRANCISCO, CA 94163	FISCHER IMAGING CORPORATION	475-8365001
Union des Banques Suisses SA Case Postale 2600 CH-1211 Geneve 2 Switzerland		
SWAZERIAN	Fischer Imaging Europe SA Fischer Imaging Europe SA Fischer Imaging Europe SA Fischer Imaging Europe SA	CH82 0024 0240 4895 2660 V CH23 0024 0240 4895 2661 N CH23 0024 0240 4895 2600 J CH23 0024 0240 4895 26MK K
Societe Generale Paris Agence Centrale 29 Boulevard Haussmenn BP 208 09 75428 Paris Cedex 09 France		
	Fischer Imaging Europe SA Fischer Imaging Europe SA	FR76 30003 03010 00028028995 85 FR76 30003 03010 00078014854 46
Banca Intesa Concorezzo – Cariplo Via Liberta 104 Santa Marta Concorezzo (MI)	Fischer Imaging Europe SA	IT98 E 0306 9329 8100 0020 4227 08
Dresdner Bank AG in Hamburg Filiale Kampnagel Barmbeker str. 10 D-20349 hamburg Germany		
Comming	Fischer Imaging Deutschland GmBH	DE52 2008 0000 0128 2724 00

(vi) all Owned Intellectual Property of the Company (setting forth, with respect to all owned patents, trademarks and copyrights or applications therefor, the name, registered owner, filing date, registration number or serial number, as applicable)

Patents	Description	Filing Date
United States		
6,022,325	Motorized mammographic biopsy apparatus	9/04/98

5,803,912	Motorized mammographic biopsy apparatus	4/25/95
5,735,264	Motorized mammographic biopsy apparatus	6/7/95
5,415,169	Motorized mammographic biopsy apparatus	2/17/93
5,078,142	Motorized mammographic biopsy apparatus	11/29/89
5,386,447	Mammographic screening and biopsy apparatus	9/23/92
5,409,497	Isocentric puncture instrument aiming device	3/12/92
5,240,011	Motorized biopsy needle positioner	11/27/91
5,569,266	Magnetic resonance imaging device useful for	9/13/93
<i>5,505,</i> 2 00	guiding a medical instrument	3, 12, 32
5,526,394	Digital scan mammography apparatus	11/26/93
4,618,133	Table positioner for radiographic device	12/28/94
6,102,866	Enhanced breast imaging/biopsy system employing targeted ultrasound	7/6/98
5,776,062	Enhanced breast imaging/biopsy system employing targeted ultrasound	10/15/96
5,917,881	Digital scan mammography apparatus utilizing	5/20/97
(450 005	velocity adaptive feedback and method	11/24/00
6,459,925	User interface system for mammographic imager	11/24/99 1/30/01
6,678,546	Medical instrument guidance using stereo radiolocation	1/30/01
	radiolocation	
European		
Patent		
Convention		4.0.00.40.4
0564551	Dynamic pulse control for fluoroscopy	12/23/91
0625024	Motorized mammographic biopsy apparatus	11/25/92
0630209	Isocentric puncture instrument aiming device	3/12/93
0783266	Magnetic resonance imaging device useful for guiding a medical instrument	9/16/94
0730814	Digital scan mammography apparatus	5/20/97
Germany		11/25/02
69231338.9	Motorized mammographic biopsy apparatus	11/25/92
69432605.4-08	Magnetic resonance imaging device useful for guiding a medical instrument	9/16/94
69430002	Digital scan mammography apparatus	11/22/94
.		
Italy	Material	11/25/02
27314BE/20	Motorized mammographic biopsy apparatus	11/25/92
0730814	Digital gam manage and became and	
0/30011	Digital scan mammography apparatus	11/22/94
Japan		
Japan 3172180	Dynamic pulse control for fluoroscopy	12/23/91
Japan		

U.S. Patent

Applications		
10/260,719	User interface system for mammographic imager	9/27/02
10/440,488	Distributed architecture for mammographic image	5/16/03
	acquisition	
10/307,217	Displaying medical images	11/29/02
10/307,215	Automated background processing of mammographic	11/29/02
	image data	
11/042,803	Integrated xray and ultrasound imaging system	1/25/05
10/412,751	Scatter rejection for composite medical imaging	4/11/03
	system	
10/412,723	Blocking radiographic scatter	4/11/03
10/412,736	Signal profiling for medical imaging systems	4/11/03
60/586,850	Diagnostic system for multimodality mammography	7/9/04
60/586,669	Method for breast screening in fused mammography	7/9/04
60/592,740	Improved imaging device for fused mammography	7/30/04
U.S. Registered		
Trademarks	Description	(1(175
1043418	Fischer	6/6/75
1535068	Fischerimaging	4/14/88
1186567	Traumex	11/28/80
1700417	MammoTest	7/19/91
1841275	MammoVision	11/17/92
2229909	MammoTestPlus	12/10/96
2257104	SenoScan	5/7/98
2556460	MammoSound	12/14/99
2664177	VersaRad	11/7/00
U.S. Trademark		
Applications		
78491045	Bloom	9/28/04
78491242	EPX-60	9/28/04
78491517	SenoSound	9/28/04
78491407	SemoView	9/28/04
78491458	SenoView Plus	9/28/04
78491310	SPX	9/28/04

Internet

Domain Names:

Fischerimaging.com

Senoscan.com

Mammotest.com

(vii) all other names by which the Company has been known or under which the Company or any predecessor has done business within the past five (5) years, and all entities or businesses acquired by the Company (whether through stock purchase,

merger,	consolidation,	share exchan	ge, acquisition	of assets o	r otherwise)	within th	ie
past five	e (5) years.						

None

Security Agreement Schedule B

RECORDED: 02/28/2005

None, other than accounts receivable that have been fully reserved, as has been documented in the financial statements provided to Comvest.