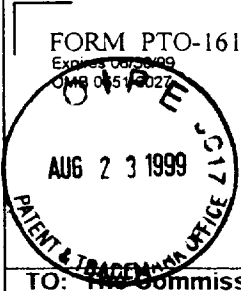


08-25-1999



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RECORDATION FORM COVER SHEET
PATENTS ONLY



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

Submission Type 8-23-99

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Conveyance Type

Assignment Security Agreement

License Change of Name

Merger Other
U.S. Government
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Departmental File Secret File

Conveying Party(ies) Mark if additional names of conveying parties attached

Name (line 1) Execution Date Month Day Year

Name (line 2)

Second Party

Name (line 1) Execution Date Month Day Year

Name (line 2)

Receiving Party Mark if additional names of receiving parties attached

Name (line 1) 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 is attached. (Designation must be a separate document from Assignment.)

Name (line 2)

Address (line 1)

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Address (line 3)
City State/Country Zip Code

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)

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

REEL: 010175 FRAME: 0973

Correspondent Name and Address Area Code and Telephone Number (310) 315-5550

Name Thomas E. Lane

Address (line 1) Fremont Financial Corporation

Address (line 2) 2020 Santa Monica Boulevard

Address (line 3) Suite 500

Address (line 4) Santa Monica, California 90404

Pages Enter the total number of pages of the attached conveyance document including any attachments. # 5

Application Number(s) or Patent Number(s) Mark if additional numbers attached

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

Patent Application Number(s)

Patent Number(s)

2140655			5498452	0666760	

If this document is being filed together with a new Patent Application, enter the date the patent application was signed by the first named executing inventor. Month Day Year

Patent Cooperation Treaty (PCT)
Enter PCT application number only if a U.S. Application Number has not been assigned.
PCT PCT PCT
PCT PCT PCT

Number of Properties Enter the total number of properties involved. # 3

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$ 120.00

Method of Payment: Enclosed 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 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.

Thomas E. Lane

8-11-99

Name of Person Signing

Signature

Date

**ASSIGNMENT OF
SECURED PARTY'S INTEREST IN
ASSIGNMENT FOR SECURITY OF PATENTS, TRADEMARKS AND COPYRIGHTS**

This Assignment of Secured Party's Interest in Assignment for Security of Patents, Trademarks and Copyrights (this "Assignment") is entered into as of July 30, 1999 by and between Heller Financial, Inc. ("Assignor") and Fremont Financial Corporation ("Assignee").

WHEREAS, J.D. Cahill Co., Inc. ("Borrower") executed in favor of Assignor that certain Assignment for Security of Patents, Trademarks and Copyrights dated as of November 5, 1997 (the "Collateral Assignment");

WHEREAS, Assignor has sold and Assignee has purchased all of Assignor's right, title and interest in and to Assignor's credit facilities with Borrower, pursuant to that certain Loan Portfolio Purchase and Sale Agreement dated May 19, 1999 between Assignor and Assignee; and

WHEREAS, Assignor desires to assign, transfer, sell, grant and convey to Assignee all of its right, title and interest in and to the Collateral Assignment.

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. Assignor hereby assigns, transfers, sells, grants and conveys to Assignee all of Assignor's right, title and interest in and to the Collateral Assignment including all rights with respect to the patents and trademark registrations described on Schedule A and Schedule C attached hereto and incorporated herein by this reference.

2. Assignee hereby assumes from Assignor and agrees to perform and be bound by any obligations of Assignor under the Collateral Assignment.

IN WITNESS WHEREOF, the undersigned have executed and delivered this Assignment as of the date first written above.

HELLER FINANCIAL, INC.

By: 

Title: SENIOR VICE PRESIDENT

**FREMONT FINANCIAL
CORPORATION**

By: 

Title: SENIOR VICE PRESIDENT

SCHEDULE A

PATENTS

United States of America

Patent No. 5,498,452

"Dual Ovenable Food Container"

Thomas J. Powers, West Monroe, Louisiana, Inventor

J.D. Cahill Co., Inc., Assignee

Issued March 12, 1996

Commonwealth of Australia

Standard Patent No. 666760

"Dual Ovenable Food Container"

J.D. Cahill Co[mpany], Inc. Patentee

Issued June 11, 1996

Canada

Application No. 2140655

"Dual Ovenable Food Container"

[National Stage Prosecution of International PCT Treaty Application US93/06396]

Filed July 6, 1993

SCHEDULE B

COPYRIGHTS

NONE

J.D. Cahill Co., Inc.

By: JDC III

SCHEDULE C

TRADEMARKS

United States of America

Serial No. 74/561,576

E-COAT™

For coating chemicals used in the manufacture of paper

Notice of Allowance issued January 2, 1996

Statement of Use filed September 4, 1996

Registration Pending

United States of America

Serial No. 74/649,379

E-COAT PLUS™

For coating chemicals applied to paper for use in the manufacture of food containers

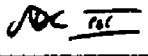
Notice of Allowance issued April 16, 1995

Statement of Use filed October 15, 1996

Registration Pending

J.D. Cahill Co., Inc. uses no aliases, service marks, or stylized names to identify the corporate entity or its business operations.

J.D. Cahill Co., Inc.

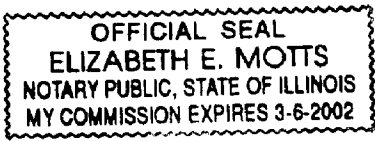
By: 

NOTARY ACKNOWLEDGEMENT

STATE OF ILLINOIS)
COUNTY OF Cook)

)
) ss.
)

The foregoing Assignment of Secured Party's Interest in Assignment for Security of Patents, Trademarks and Copyrights was executed and acknowledged before me this 2nd day of July, 1999, by Steven Narsutis, personally known to me to be the Senior Vice President of Heller Financial, Inc., a Delaware corporation, on behalf of such corporation.



Elizabeth E. Motts
Notary Public

My Commission expires:

March 6, 2002

NOTARY ACKNOWLEDGEMENT

STATE OF CALIFORNIA)
) ss.
COUNTY OF Los Angeles)

On the 30th day of July, 1999, before me, Marvelyn Jackson, a notary public for said county and state, personally appeared Richard C. Pugh, Jr., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he or she executed the same in his or her authorized capacity, and that, by his or her signature on the instrument, the entity upon behalf of which the person acted executed the instrument.

WITNESS my hand and official seal.

Signature: *Marvelyn Jackson*
My commission expires: July 24, 2002

