

02-28-2001



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U.S. Department of Commerce
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PATENT

FEB 16 2001

2-16-01

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Reel # Frame #

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Conveyance Type

☐ **Assignment** ☐ **Security Agreement**

☐ **License** ☐ **Change of Name**

☐ **Merger** ☒ **Other** Memo of Security Agmt in
U.S. Government Patents
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☐ **Departmental File** ☐ **Secret File**

Conveying Party(ies)

☐ Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name (line 1) Randall International LLC

01/15/01

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

☐ 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 1) Imperial Bank

Name (line 2)

Address (line 1) 701 "B" Street, Suite 600

Address (line 2)

Address (line 3) San Diego

CA

State/Country

92101

Zip Code

5945090

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)

02/27/2001 DBYRNE 00000211 5945090

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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: 011533 FRAME: 0381

Correspondent Name and Address

Area Code and Telephone Number (619) 699-2532

Name Kevin A. Cahill

Address (line 1) Luce, Forward, Hamilton & Scripps

Address (line 2) 600 West Broadway, Suite 600

Address (line 3) San Diego, CA 92101

Address (line 4)

FEB 16 2001

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)

5,945,090

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.

1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$ 40.00

Method of Payment:
Deposit Account

Enclosed ☒

Deposit Account ☐

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

50-0886

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.

Kevin A. Cahill

Name of Person Signing



Signature

February 5, 2001

Date

MEMORANDUM OF SECURITY AGREEMENT IN PATENTS

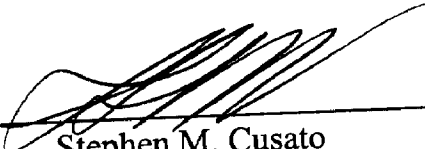
Randall International LLC, a Delaware Limited Liability Company, whose address is 2885 Loker Avenue East, Carlsbad, California 92008-6626 ("Debtor"), does hereby grant to Imperial Bank, whose address is 701 "B" Street, Suite 600, San Diego, California 92101 ("Creditor"), a security interest in and collaterally assigns to Creditor all of Debtor's now owned or hereafter acquired right, title and interest in and to (i) the issued patents (and all inventions, specifications and claims described therein) which are identified on **Schedule "A"** attached hereto and incorporated herein (the "Patents"), together with any and all counterpart patents in the United States or elsewhere, and any and all improvement patents, reissues, reexaminations, continuations, continuations-in-part, divisions and extensions respecting the Patents, and any and all new or separate patents issued in connection therewith, and (ii) all goodwill and assets of the business owned by Debtor to which such Patents are appurtenant, and actions for infringement or violation concerning the foregoing.

The terms and conditions of the security interest granted hereby are contained in that certain Intellectual Property Security Agreement (the "Agreement") dated as of January 2, 2001, between Debtor and Creditor as security for Debtor's performance of Debtor's obligations as set forth in the Agreement. Nothing contained in this Memorandum of Security Agreement in Patents shall be construed as limiting any interest which Creditor may have in any other collateral described in the Agreement or otherwise.

IN WITNESS WHEREOF, the undersigned have executed this Memorandum effective as of January 2, 2001.

"LENDER"

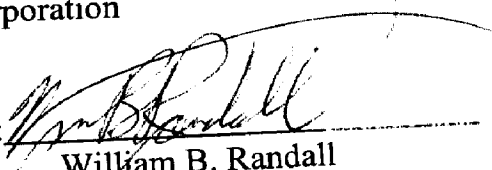
Imperial Bank

By: 
Stephen M. Cusato
Its: Senior Vice President

"BORROWER"

Randall International LLC, a Delaware
Limited Liability Company

By: Randall International, a California
Corporation

By: 
William B. Randall
Its: President

PATENT

REEL: 011533 FRAME: 0383

STATE OF CALIFORNIA

COUNTY OF San Diego

On 1-15-01, before me, Brenda E. Martin Notary Public, personally appeared Wm B. Randall personally known to me (~~or proved to me on the basis of satisfactory evidence~~) to be the person(s) whose name(s) is/~~are~~ subscribed to the within instrument and acknowledged to me that he/~~she/they~~ executed the same in his/~~her/their~~ authorized capacity(~~ies~~), and that by his/~~her/their~~ signature(~~s~~) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature Brenda E. Martin

(This area for official notarial seal)



STATE OF CALIFORNIA

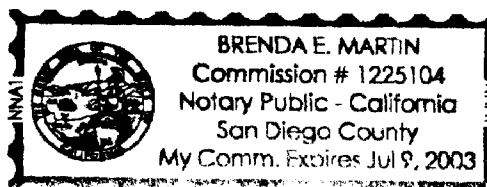
COUNTY OF San Diego

On 1-19-01, before me, Brenda E. Martin Notary Public, personally appeared Stephan Curato personally known to me (~~or proved to me on the basis of satisfactory evidence~~) to be the person(s) whose name(s) is/~~are~~ subscribed to the within instrument and acknowledged to me that he/~~she/they~~ executed the same in his/~~her/their~~ authorized capacity(~~ies~~), and that by his/~~her/their~~ signature(~~s~~) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature Brenda E. Martin

(This area for official notarial seal)



PATENT

REEL: 011533 FRAME: 0384

SCHEDULE "A"

Issued Patents

Owner/ Applicant	Country of Registration	Patent No.	Title
Randall International	United States	5,945,090	Sunscreen Preparation

PATENT

REEL: 011533 FRAME: 0385

LUCE, FORWARD, HAMILTON & SCRIPPS LLP

ATTORNEYS AT LAW • FOUNDED 1873

Commissioner of Patents and Trademarks

February 14, 2001

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to our office at your earliest convenience. Thank you and should you have any questions, please feel free to call me.

Very truly yours,



Kevin A. Cahill

of

LUCE, FORWARD, HAMILTON & SCRIPPS LLP

KAC/kaa

cc: Imperial Bank

Enclosures

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