

**PATENT ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY AGREEMENT
CONVEYING PARTY DATA	
Name	Execution Date
FIELD PACKING COMPANY, LLC	02/21/2007
RECEIVING PARTY DATA	
Name:	The CIT Group/Business Credit, Inc.
Street Address:	900 Ashwood Parkway, Suite 610
Internal Address:	Attn: Region Credit Manager
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30338
PROPERTY NUMBERS Total: 1	
Property Type	Number
Patent Number:	D407015
CORRESPONDENCE DATA	
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Correspondent Name:	Timothy V. Johnson, Esq.
Address Line 1:	HUNTON & WILLIAMS LLP
Address Line 2:	600 Peachtree St., NE, Suite 4100
Address Line 4:	Atlanta, GEORGIA 30308-2216
ATTORNEY DOCKET NUMBER:	64534.029
NAME OF SUBMITTER:	Timothy V. Johnson, Esq.

CH \$40.00 D407015

Total Attachments: 4  
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## ASSIGNMENT OF SECURITY INTEREST IN CERTAIN PATENTS

This ASSIGNMENT OF SECURITY INTEREST IN CERTAIN PATENTS (this "Assignment") is made as of February 21, 2007, by and between SUNTRUST BANK, a Georgia banking corporation (the "Existing Administrative Agent"), and THE CIT GROUP/BUSINESS CREDIT, INC. (the "Successor Administrative Agent").

### PRELIMINARY STATEMENT

A. SMG, INC., a Delaware corporation ("Grantor"), granted to the Existing Administrative Agent, as administrative agent for certain lenders under the Financing Arrangement described below (the "Lenders"), a security interest in, among other assets, all of its "Property" described in that certain Patent Security Agreement, dated as of June 14, 2006, by and between Grantor and the Existing Administrative Agent (such Property, the "Patent Collateral", and such security agreement, the "Patent Security Agreement").

B. Such security interest was granted to secure certain financing arrangements provided to Grantor and certain other "Borrowers" under a revolving credit and term loan agreement extended by the Lenders (the "Financing Arrangement").

C. The Patent Security Agreement and such security interest in the Patent Collateral was recorded on June 14, 2006, with the United States Patent and Trademark Office, at the Reel/Frame Numbers 017783/0056.

D. The Existing Administrative Agent has resigned as "Administrative Agent" with respect to the Financing Arrangement, and the Successor Administrative Agent has been appointed as the successor "Administrative Agent" with respect thereto. The parties hereto desire to assign the Patent Security Agreement and the security interest granted to the Existing Administrative Agent to Successor Administrative Agent thereunder and to provide evidence of such assignment in a form capable of recordation with the United States Patent and Trademark Office.

In consideration of the premises set forth herein and for other good and valuable consideration, the receipt, sufficiency and adequacy of which are hereby acknowledged, the parties hereto hereby agree as follows:

1. The Existing Administrative Agent, in its capacity as Administrative Agent for the Lenders, hereby assigns and conveys, without representation, warranty or recourse, the Patent Security Agreement and all of its security interest in, to and under the Patent Collateral to Successor Administrative Agent, in its capacity as Administrative Agent for the Lenders.

2. This Assignment of Security Interests in Certain Patents shall be governed by and construed and enforced in accordance with the laws of the State of New York.

[Signature Page Follows]

IN WITNESS WHEREOF, this Assignment of Security Interests in Certain Patents has been executed and delivered as of the date first written above.

EXISTING ADMINISTRATIVE AGENT:

SUNTRUST BANK

By: J. Haynes Gentry III  
Name: J. HAYNES GENTRY III  
Title: VICE PRESIDENT

SUCCESSOR ADMINISTRATIVE AGENT:

THE CIT GROUP/BUSINESS CREDIT, INC.

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

CONSENTED AND AGREED TO:

FIELD PACKING COMPANY, LLC, as Grantor

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

IN WITNESS WHEREOF, this Assignment of Security Interests in Certain Patents has been executed and delivered as of the date first written above.

EXISTING ADMINISTRATIVE AGENT:

SUNTRUST BANK

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

SUCCESSOR ADMINISTRATIVE AGENT:

THE CIT GROUP/BUSINESS CREDIT, INC.

By: Robert F. Hunter  
Name: ROBERT F. HUNTER  
Title: VICE PRESIDENT

CONSENTED AND AGREED TO:

FIELD PACKING COMPANY, LLC, as Grantor

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

IN WITNESS WHEREOF, this Assignment of Security Interests in Certain Patents has been executed and delivered as of the date first written above.

EXISTING ADMINISTRATIVE AGENT:

SUNTRUST BANK

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

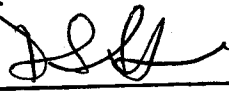
SUCCESSOR ADMINISTRATIVE AGENT:

THE CIT GROUP/BUSINESS CREDIT, INC.

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

CONSENTED AND AGREED TO:

FIELD PACKING COMPANY, LLC, as Grantor

By:   
Name: DAVID S. STURLAND  
Title: Chief Financial Officer & Executive Vice President