

**PATENT ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	CORRECTIVE ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Corrective Assignment to correct the completion of Assignee's address previously recorded on Reel 019588 Frame 0872. Assignor(s) hereby confirms the Assignment of Security Interest.

**CONVEYING PARTY DATA**

Name	Execution Date
Union Bank of California, N.A.	07/19/2007
Beltway Capital Partners II, LLC, a Maryland limited liability company	07/19/2007

**RECEIVING PARTY DATA**

<b>Name:</b>	FMW Acquisition, LLC, a Maryland limited liability company
<b>Street Address:</b>	4800 Montgomery Lane, Suite 940
<b>Internal Address:</b>	c/o BlackStreet Capital Management
<b>City:</b>	Bethesda
<b>State/Country:</b>	MARYLAND
<b>Postal Code:</b>	20814

**PROPERTY NUMBERS Total: 5**

Property Type	Number
Patent Number:	4765077
Patent Number:	5901482
Patent Number:	5758439
Patent Number:	5608978
Patent Number:	5363575

**CORRESPONDENCE DATA**

**Fax Number:** (214)758-1550  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
**Phone:** 2147581500  
**Email:** estafford@pattonboggs.com  
**Correspondent Name:** Brian D. Owens  
**Address Line 1:** 2001 Ross Avenue; Suite 3000  
**Address Line 2:** Patton Boggs LLP

**OP \$200.00 4765077**

Address Line 4: Dallas, TEXAS 75201

ATTORNEY DOCKET NUMBER:

021163.0127

NAME OF SUBMITTER:

Brian D. Owens

**Total Attachments: 14**

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BRIAN D. OWENS COMPANY:2001 ROSS AVENUE; SUITE 3000

**UNITED STATES PATENT AND TRADEMARK OFFICE**

UNDER SECRETARY OF COMMERCE FOR INTELLECTUAL PROPERTY AND  
DIRECTOR OF THE UNITED STATES PATENT AND TRADEMARK OFFICE

JULY 26, 2007

PTAS



\*500320425\*

BRIAN D. OWENS  
2001 ROSS AVENUE; SUITE 3000  
PATTON BOGGS LLP  
DALLAS, TX 75201

UNITED STATES PATENT AND TRADEMARK OFFICE  
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RECORDATION DATE: 07/24/2007

REEL/FRAME: 019588/0872  
NUMBER OF PAGES: 7BRIEF: ASSIGNMENT OF SECURITY INTEREST  
DOCKET NUMBER: 021163.0127

## ASSIGNOR:

UNION BANK OF CALIFORNIA, N.A.

DOC DATE: 07/19/2007

## ASSIGNOR:

BELTWAY CAPITAL PARTNERS II, LLC,  
A MARYLAND LIMITED LIABILITY  
COMPANY

DOC DATE: 07/19/2007

## ASSIGNEE:

FMW ACQUISITION, LLC, A MARYLAND  
LIMITED LIABILITY COMPANY  
4800 MONTGOMERY LANE, SUITE 940  
BETHESDA, MARYLAND 20814

SERIAL NUMBER: 06737222

FILING DATE: 05/22/1985

BRIAN D. OWENS COMPANY:2001 ROSS AVENUE; SUITE 3000

PATENT NUMBER: 4765077  
TITLE: DIRECTORY SUPPORT FRAME

ISSUE DATE: 08/23/1988

019588/0872 PAGE 2

SERIAL NUMBER: 08885459  
PATENT NUMBER: 5901482

FILING DATE: 06/27/1997  
ISSUE DATE: 05/11/1999

TITLE: DISPLAY CARD HOLDER FOR A SHOPPING CART

SERIAL NUMBER: 08803990  
PATENT NUMBER: 5758439  
TITLE: DISPLAY CARD HOLDER

FILING DATE: 02/21/1997  
ISSUE DATE: 06/02/1998

SERIAL NUMBER: 08293041  
PATENT NUMBER: 5608978  
TITLE: DISPLAY CARD HOLDER

FILING DATE: 08/19/1994  
ISSUE DATE: 03/11/1997

SERIAL NUMBER: 08093514  
PATENT NUMBER: 5363575  
TITLE: DISPLAY CARD HOLDER

FILING DATE: 07/19/1993  
ISSUE DATE: 11/15/1994

KIMBERLY WHITE, EXAMINER  
ASSIGNMENT SERVICES BRANCH  
PUBLIC RECORDS DIVISION

<b>PATENT ASSIGNMENT</b>
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**07/24/2007**  
**500320425**

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Assignment of Security Interest
<b>CONVEYING PARTY DATA</b>	
<b>Name</b>	<b>Execution Date</b>
Union Bank of California, N.A.	07/19/2007
Beltway Capital Partners II, LLC, a Maryland limited liability company	07/19/2007
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<b>Address Line 4:</b>	Dallas, TEXAS 75201
<b>ATTORNEY DOCKET NUMBER:</b>	021163.0127

OP \$200.00 4765077

D:\BRIAN D. OWENS COMPANY\2001 ROSS AVENUE; SUITE 3000

NAME OF SUBMITTER:

Brian D. Owens

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**Stafford, Elizabeth**

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**From:** EPAS Server [epas-server@uspto.gov]  
**Sent:** Tuesday, July 24, 2007 2:27 PM  
**To:** Stafford, Elizabeth  
**Subject:** Assignment confirmation receipt ID: PAT329736

**Attachments:** EASPAT329736.html



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**Address Line 4:** Dallas, TEXAS 75201

**ATTORNEY DOCKET NUMBER:** 021163.0127

**NAME OF SUBMITTER:** Brian D. Owens

**Signature:** /Brian D. Owens/

**Date:** 07/24/2007

**Total Attachments: 5**

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Your assignment has been received by the USPTO.  
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<b>NAME OF SUBMITTER:</b>	Brian D. Owens
<b>Signature:</b>	/Brian D. Owens/
<b>Date:</b>	07/24/2007
<b>Total Attachments: 5</b> source=Fanfare - Patent Assignment#page1.tif source=Fanfare - Patent Assignment#page2.tif source=Fanfare - Patent Assignment#page3.tif source=Fanfare - Patent Assignment#page4.tif source=Fanfare - Patent Assignment#page5.tif	
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<b>Fee Amount:</b>	\$200

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## ASSIGNMENT OF SECURITY INTEREST

THIS ASSIGNMENT OF SECURITY INTEREST ("Assignment") dated as of the 19<sup>th</sup> day of July, 2007, is entered into by and among Union Bank of California, N.A. ("Union Bank" or the "Initial Assignor"), Beltway Capital Partners II, LLC, a Maryland limited liability company ("BCP II" or the "Subsequent Assignor"), and FMW Acquisition, LLC, a Maryland limited liability company (the "Assignee").

WHEREAS, on or about May 12, 2000, TV Fanfare Publications, Inc., a California corporation ("TV Fanfare"), executed that certain Patent Security Agreement (the "Security Agreement") in favor of Union Bank as Administrative Agent under the terms of that certain Loan Agreement by and among R & R, Incorporated, the other borrowers party thereto, IBJ Whitehall Bank & Trust Company, Fleet National Bank, and Union Bank (as amended from time to time, the "Loan Agreement").

WHEREAS, on November 17, 2000, TV Fanfare amended its articles of incorporation to change its name to Fanfare Media Works, Inc.

WHEREAS, on or about August 1, 2001, Union Bank caused the recordation of the Security Agreement in the U.S. Patent & Trademark Office, recorded at Reel/Frame 012036/0269.

WHEREAS, on or about January 18, 2005, Union Bank resigned as Administrative Agent under the terms of the Loan Agreement and BCP II was named as Administrative Agent.

WHEREAS, the Assignee has agreed to accept and assume from the Initial Assignor and the Subsequent Assignor all security interests in and to the Patent Collateral (as defined in the Security Agreement, including but not limited to the patents and patent applications identified on Exhibit A attached hereto), and the Initial Assignor and the Subsequent Assignor desires to assign the same to the Assignee.

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

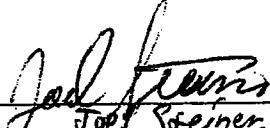
1. Assignment of Security Interest. In consideration of moneys paid and the rights and benefits received by Initial Assignor and Subsequent Assignor, directly or indirectly, each of the Initial Assignor and the Subsequent Assignor hereby assigns, transfers, sells, and conveys to Assignee, all of Initial Assignor's and Subsequent Assignor's respective rights in and to (a) the Security Agreement, and (b) the Patent Collateral.

2. General. If any provision of this Assignment or the assignment of any interest is held to be illegal or unenforceable is determined to be invalid or unenforceable, such provision or assignment of security interest shall be limited or eliminated to the minimum extent necessary so that the remainder of this Assignment will continue in full force and effect and enforceable. This Assignment shall be interpreted and controlled by and construed and enforced according to the laws of the State of Maryland without regard to conflicts of laws provisions thereof. This Assignment may be executed in multiple counterparts, each of which will be considered an original, but all of which together will constitute one and the same instrument.

IN WITNESS, WHEREOF, the undersigned has caused this Assignment to be executed by the signature of its duly authorized officer as of the date above first written.

**INITIAL ASSIGNOR**

UNION BANK OF CALIFORNIA, N.A.

By:   
Name: Joel Steiner  
Title: Vice President

**SUBSEQUENT ASSIGNOR:**

BELTWAY CAPITAL PARTNERS II,  
LLC

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

**ASSIGNEE:**

FMW ACQUISITION, LLC

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

IN WITNESS, WHEREOF, the undersigned has caused this Assignment to be executed by the signature of its duly authorized officer as of the date above first written.

**INITIAL ASSIGNOR**

UNION BANK OF CALIFORNIA, N.A.

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

**SUBSEQUENT ASSIGNOR:**

BELTWAY CAPITAL PARTNERS II,  
LLC

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

**ASSIGNEE:**

FMW ACQUISITION, LLC

By: *[Signature]*  
Name: *Laurence Payne*  
Title: *Authorized Representative*

IN WITNESS, WHEREOF, the undersigned has caused this Assignment to be executed by the signature of its duly authorized officer as of the date above first written.

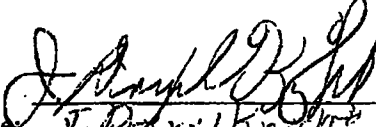
**INITIAL ASSIGNOR**

UNION BANK OF CALIFORNIA, N.A.

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

**SUBSEQUENT ASSIGNOR:**

BELTWAY CAPITAL PARTNERS II,  
LLC

By:   
Name: T. Drexel Knight  
Title: Principal

**ASSIGNEE:**

FMW ACQUISITION, LLC

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

**EXHIBIT A**

**PATENT COLLATERAL**

<b>Ctry</b>	<b>Application No.</b>	<b>Filing Date</b>	<b>Patent Number</b>	<b>Issue Date</b>	<b>Status</b>	<b>Title</b>
US	06/737222	5/22/85	4765077	8/23/88	Issued	DIRECTORY SUPPORT FRAME
US	08/885459	06/27/97	5901482	5/11/99	Issued	DISPLAY CARD HOLDER FOR A SHOPPING CART
US	08/803990	2/21/97	5758439	6/2/98	Issued	DISPLAY CARD HOLDER
US	08/293041	8/19/94	5608978	5/11/97	Expired	DISPLAY CARD HOLDER
US	08/093514	7/19/93	5363575	11/15/94	Issued	DISPLAY CARD HOLDER