

06-16-2004

Form PTO-1594
1-31-92



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

102767450

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Sunrise Medical Inc.

Individuals Association
 General Partnership - Limited Partnership
 Corporation-State - Delaware
 Other -

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: Deutsche Bank Trust Company Americas
 Internal Address: _____
 Street Address: 60 Wall Street
 City: New York State: NY ZIP: 10005

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation- _____
 Other Collateral Agent

3. Nature of conveyance:

Assignment Merger
 Security Interest Change of Name
 Other

Execution Date: May 13, 2004

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)
Please see attached Schedule A

Additional numbers attached? Yes No

Trademark Registration No.(s)
Please see attached Schedule A

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Elizabeth A. Nunn, Senior Legal Assistant
 Internal Address: c/o White & Case LLP

Street Address: 1155 Avenue of the Americas
 City: New York State: New York ZIP: 10036

6. Total number of applications and registration involved 144

7. Total fee (37 CFR 3.41): \$3615
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
23-1705 (in event of deficiency)
 (Attach duplicate copy of this page if paying by deposit account)

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9. 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.

Elizabeth A. Nunn [Signature] June 9, 2004
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 16

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 02 FC:8522 3575.00 OP

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 NEWYORK 4062251
 ean-Deutsche Bank-USA-060204-security recordal-Sunrise (144)

TRADEMARK
REEL: 002983 FRAME: 0863

SCHEDULE A

MARK	Number	Date
DEVILBISS	164521	2/20/1923
ULTRASONIC NEBULIZER & DESIGN	809999	6/14/1966
MONO-TROL	831139	6/27/1967
UNI-POISE	851974	7/2/1968
SAFE-T-WALKER	868722	4/29/1969
JOERNS	1024152	11/4/1975
EGG CRATE	1025244	11/18/1975
PUFF PAK	1035708	3/16/1976
PULMO-AIDE	1136702	6/3/1980
JAY	1280761	6/5/1984
ADJUSTA-PAK	1329420	4/9/1985
SAFE-T-FLEX	1340470	6/11/1985
PRESTIGE	1340472	6/11/1985
EASY CARE	1344452	6/25/1985
GUIDE-LINE	1344157	6/25/1985
QUIK-FIT & DESIGN	1345905	7/2/1985
BIOGARD	1345906	7/2/1985
SAFE-T-CRUTCHES	1347551	7/9/1985
SAFE-T-CANES	1350499	7/23/1985
RED-DOT & DESIGN	1361681	9/24/1985
SAFE-T-SETS	1363147	10/1/1985
QUIK-FOLD (STYLIZED)	1365406	10/15/1985
SAFE-T-GRIP	1366525	10/22/1985
PULSAIR	1380255	1/28/1986
TRIFLEX	1381443	2/4/1986
CRUTCH-EZE	1383239	2/18/1986
QUICKIE & DESIGN	1394805	5/27/1986
STRIDER (STYLIZED)	1404793	8/12/1986
GUARDIAN & DESIGN	1404794	8/12/1986
JAY	1423780	1/6/1987

QUICK CHANGE 3 IN 1 BED SYSTEM	1436084	4/7/1987
ULTRA-NEB	1440523	5/26/1987
TABLE PLUS	1441235	6/2/1987
COMBI	1446444	7/7/1987
BREEZY	1495039	7/5/1988
ORTHO DERM AND DESIGN	1494984	7/5/1988
GUARDIAN	1531825	3/28/1989
GRANDTOUR	1543379	6/13/1989
KAN SKI	1549295	7/25/1989
ZIPPIE	1563267	10/31/1989
BIO CLINIC	1603577	6/26/1990
BIO THERAPY	1613688	9/18/1990
FREESTYLE	1680785	3/24/1992
GUS, THE GUARDIAN LION	1686228	5/12/1992
QUICKIE TI TITANIUM & Design	1711533	9/1/1992
ZIPPIE 2 & DESIGN	1723607	10/13/1992
NOTHING BEATS A QUICKIE	1739678	12/15/1992
DEVILBISS	1745662	1/12/1993
G & DESIGN	1767971	4/27/1993
JAY GS	1777792	6/22/1993
HOYER	1785317	8/3/1993
QUICKIE GP	1809031	12/7/1993
QUICKIE 2HP	1809033	12/7/1993
GET OUT THERE	1866332	12/6/1994
DEVILBISS KIDS CLUB	1871284	1/3/1995
OSD	1881232	2/28/1995
SCOOTA	1893935	5/16/1995
DEVILBISS KIDS CLUB	1900945	6/20/1995
PULSEDOSE	1926354	10/10/1995
PULMOMATE	1926352	10/10/1995

QUICKIE KIDZ AND DESIGN	1927669	10/17/1995
GUARDIAN	1938116	11/28/1995
QUICKIE REVOLUTION	1944257	12/26/1995
DRM	1955076	2/6/1996
QUICKIE P210	1971424	4/30/1996
RED DOT	1973091	5/7/1996
JAY FLOW	1977052	5/28/1996
PULMOSONIC	1996216	8/20/1996
JAY DUO	1998739	9/3/1996
QUICKIE LX	2003312	9/24/1996
HORIZON	2004768	10/1/1996
VACU-AIDE	2022104	12/10/1996
SMART TRACK	2029288	1/7/1997
QUICKIE T45	2028514	1/7/1997
QUICKIE TRIUMPH	2047657	3/25/1997
XTREME	2090118	8/19/1997
VANTAGE	2125025	12/30/1997
TRIAD	2145430	3/17/1998
DERMATECH	2162612	6/2/1998
AIREXCHANGE	2176666	7/28/1998
ONESOURCE	2192009	9/29/1998
KID-KART	2197337	10/20/1998
TILT MASTER	2259204	7/6/1999
QUICKIE	2311804	1/25/2000
R2 & Design	2385691	9/12/2000
IMPRINT	2392194	10/3/2000
JOERNS ULTRACARE (STYLIZED)	2402933	11/7/2000
ULTRACARE	2404893	11/14/2000
VISCOVERY	2416239	12/26/2000
QTRONIX	2444867	4/17/2001

DEVILBISS SERENITY	2495641	10/9/2001
HELIX	2504421	11/6/2001
MISCELLANEOUS DESIGN (Walker K Frame) (Walker K Frame Configuration)	2528790	1/15/2002
QUICKIE M6	2540543	2/19/2002
JAY	2593084	7/9/2002
GUARDIAN ESCORT	2720089	5/27/2003
QUICKIE MACH 2	2723979	6/10/2003
Q & DESIGN	2748974	8/5/2003
JAY PRECISION	2754521	8/19/2003
HIDEAWAY	2761966	9/9/2003
GUARDIAN	2766901	9/23/2003
QUICKIE Z-500	2771314	10/7/2003
WALKABOUT	2775755	10/21/2003
QUICKIE XTENDER	2799366	12/23/2003
FLEXAIRE	2823511	3/16/2004
CHAMELEON & DESIGN	2823213	3/16/2004
QUICKIE MATRIX	78/134,426	6/10/2002
OVERLAND SUSPENSION	78/228,577	3/21/2003
TRAVELAIR	78/237,525	4/14/2003
RPM	78/240,513	4/22/2003
STEPS & Design	78/264,970	6/20/2003
READI-ALIGN	78/273,797	7/14/2003
AUTOADJUST	78/278,782	7/25/2003
SURE FIT KIT	78/278,800	7/25/2003
JAY EASY	78/293,937	8/29/2003
SURGILIFT	78/299,844	9/12/2003
WHAT DOES YOUR FREEDOM MEAN TO YOU	78/307,001	9/29/2003
WE KNOW WHAT YOUR FREEDOM MEANS TO YOU	78/307,002	9/29/2003

WHAT A DIFFERENCE A JAY MAKES	78/306,998	9/29/2003
ASPIRE	78/316,401	10/21/2003
DERMAFLOAT	78/316,460	10/21/2003
GUARDIAN EASY CARE	78/316,442	10/21/2003
IRIS	78/316,428	10/21/2003
EASY CARE	78/316,416	10/21/2003
FREESTYLE	78/316,409	10/21/2003
MICROLITE	78/316,391	10/21/2003
ENVOY	78/323,118	11/4/2003
HOYER MIGHTY LITE	78/339,838	12/12/2003
Grandeair	1250235	9/6/1983
Guardline	763613	1/21/1964
Caremate	1995884	8/20/1996
Biofoam	2439202	3/27/2001
Breezy Basic by Quickie	2123746	12/26/1996
Techpak by Quickie	2127182	1/6/1998
Tri-Cell	2150300	4/14/1998
Scoota Bug	2125027	7/16/1996
Breathe Easy	2194554	10/13/1998
Guardian Microlite	78/259,142	6/6/2003
Guardian Aspire	78/254,946	5/28/2003
Quickie Iris	78/230,565	3/27/2003
Quickie Freestyle	78/228,564	3/21/2003
Guardian Roadster	78/228,477	3/21/2003
Somnio	78/217,051	2/20/2003
Snappy	2089601	8/19/1997

**GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Sunrise Medical HHG Inc. (f.k.a. Sunrise Medical CCG Inc.), a California Corporation, with principal offices at 7477 East Dry Creek Parkway, Longmont, CO 80503 (the "Grantor"), hereby grants to Deutsche Bank Trust Company Americas, as Collateral Agent, with principal offices at 60 Wall Street, New York, New York 10005 (the "Grantee"), a security interest in (i) all of the Grantor's right, title and interest in and to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, and (iii) the goodwill of the businesses with which the Marks are associated.

THIS GRANT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the Security Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of May 13, 2004 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"). Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Grantee shall execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Marks acquired under this Grant.

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the

13th day of May, 2004.

SUNRISE MEDICAL HHG INC., Grantor

By _____

Name:

Title:

DEUTSCHE BANK TRUST COMPANY

AMERICAS,

as Collateral Agent and Grantee

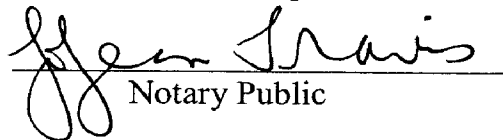
By Scotty Lindsey

Name: Scottye Lindsey

Title: Director

STATE OF NEW YORK)
COUNTY OF NEW YORK) SS:

On this 13th day of May, 2004, before me personally came Scottye Lindsey who, being by me duly sworn, did state as follows: that he is Director of Deutsche Bank Trust Company Americas, that he is authorized to execute the foregoing Grant on behalf of said corporation and that he did so by authority of the Board of Directors of said corporation.


Notary Public

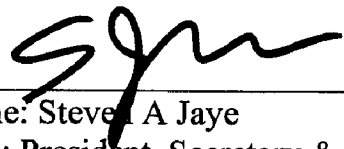
JOJEAN TRAVIS
Registration No. 01TR5013241
New York County
July 15, 2001

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the

13 day of May, 2004.

SUNRISE MEDICAL HHG INC., Grantor

By


Name: Steven A Jaye

Title: President, Secretary & General Counsel

DEUTSCHE BANK TRUST COMPANY
AMERICAS,
as Collateral Agent and Grantee

By

Name:

Title:

STATE OF CALIFORNIA

) ss.:

COUNTY OF SAN DIEGO

On this 13 day of May, 2004, before me personally came Steven A. Jaye who, being by me duly sworn, did state as follows: that he is the President, Secretary and General Counsel of Sunrise Medical HHG Inc., that he is authorized to execute the foregoing Grant on behalf of said corporation and that he did so by authority of the Board of Directors of said corporation.

Georgia L. Smith
Notary Public

