

481-40 482-525

08-19-1998

Tab settings → → →

To the Honorable Commissioner



Original documents or copy thereof

1. Name of conveying party(ies):

EXECUTONE INFORMATION SYSTEMS,
INC.
478 Wheelers Farms Road
Milford, CT 06460

- Individual(s)
- General Partnership
- Corporation-State: Virginia
- Other
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 08/14/98

Name: **100799605** of receiving party(ies):

Name: FLEET CAPITAL CORPORATION, as Agent

Internal Address:

Street Address: 200 Glastonbury Boulevard

City: Glastonbury State: CT ZIP: 06033

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State: Rhode Island

Other

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No

(Designations must be a separate document from Assignment; Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

SEE ATTACHED A

B. Trademark registration No.(s)

SEE ATTACHED A

Additional numbers attached? Yes No

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

Name: Federal Research Corp.

Internal Address:

Street Address: 400 Seventh Avenue, N.W.

Suite 101

City: DC State: DC ZIP: 20004

6. Total number of applications and registrations involved: 22

7. Total fee (37 CFR 3.41): \$ 565.00 - E

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

08/19/1998 SSMITH 00000043 1051740

01 FC 441 40.00 OP
02 FC 142 525.00 OP

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

Kim Brathwaite

Name of Person Signing

[Signature]
Signature

8/14/98

Date

Total number of pages including cover sheet, attachments and document: 5

Mail documents to be recorded with required cover sheet information to
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK

REEL: 1770 FRAME: 0123

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated August __, 1998, by and between EXECUTONE INFORMATION SYSTEMS, INC. and FLEET CAPITAL CORPORATION, as Agent.

I. U.S. Federal Registrations

<u>Registration No. or Application No.</u>	<u>MARK</u>	<u>Issue Date</u>
1,051,740	CARE/COM	11/2/76
1,480,499	ENCORE	3/15/89
1,783,877	ENCORE CX	7/27/93
1,376,351	ENTERPRISE	10/29/85
1,137,273	EQUITY	6/24/80
678,855	EXECUTONE	5/19/59
680,655	EXECUTONE	6/23/59
682,812	EXECUTIVE	8/4/59
691,692	EXECUTONE	1/19/60
1,367,398	EXECUTONE	10/29/85
1,790,882	EXECUTIONE	8/31/93
1,824,131	INFOSTAR & Design	3/1/94
1,401,975	ISOETEC	7/22/86
722,519	PRINTACT	10/10/61
996,790	PROTECT/ALERT	8/21/73
1,370,988	TELEMATIC	11/19/85
2,099,799	UNISTAR ENTERTAINMENT, INC.	5/27/97

II. U.S. Federal Applications

<u>Application No.</u>	<u>Mark</u>	<u>Date Filed</u>
75/452,933	EXECUTONE STORK INFANT/SUR	3/19/98
75/251,329	INFOSTAT	3/4/97
74/612,665	LSN LOTTERY SATELLITE NETWORK	12/19/94
75/278,107	MONARCH	4/21/97
75/278,106	ULTIMATE OPERATOR	4/21/97

TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, Executone Information Systems, Inc., a corporation formed under the laws of the State of Virginia ("Company"), having a principal place of business at 478 Wheelers Farms Road Milford, Connecticut 06462, has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Company is obligated to Agent and Lenders (each term as hereinafter defined), pursuant to (i) a certain Loan and Security Agreement, dated the date hereof, among Company, Fleet Capital Corporation ("Fleet"), the various financial institutions named therein or which hereafter become a party thereto (Fleet and such other financial institutions, collectively, "Lenders") and Fleet as administrative and collateral agent for Lenders (Fleet in such capacity, "Agent"), and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof made by Company in favor of Agent for the ratable benefit of Lenders (as each may be amended, supplemented, restated or otherwise modified from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, Company is granting to Agent for the ratable benefit of Agent and Lenders a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Company does hereby assign unto Agent for the ratable benefit of Agent and Lenders and grant to Agent for the ratable benefit of Agent and Lenders a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.


Company expressly acknowledges and affirms that the rights and remedies of Agent and Lenders with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: August 14, 1998

Witness:



EXECUTONE INFORMATION SYSTEMS, INC.

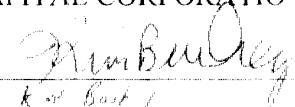
By: 

Name: Anthony R. Guarascio
Title: Vice President - Finance and
Administration and Chief Financial
Officer

FLEET CAPITAL CORPORATION, as Agent

Witness:

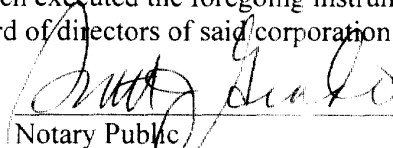


By: 

Name: Kim Burley
Title: Vice President

STATE OF NEW YORK)
 : ss.:
COUNTY OF NEW YORK)

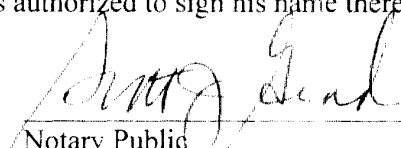
On this 14th day of August, 1998, before me personally came Anthony R. Guarascio, to me known, who, being by me duly sworn, did depose and say that he is the Vice President - Finance and Administration and Chief Financial Officer of Executone Information Systems, Inc., the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by order of the board of directors of said corporation.


Notary Public

STATE OF NEW YORK)
 : ss.:
COUNTY OF NEW YORK)

SCOTT J. GIORDANO
Notary Public, State of New York
No. 0268-14900
Qualified in New York County
Commission Expires June 5, 1999

On this 14th day of August, 1998, before me personally came Ken Bushy, to me known, who, being by me duly sworn, did depose and say that he is the Vice President of Fleet Capital Corporation, the corporation described in and which executed the foregoing instrument; and that he was authorized to sign his name thereto on behalf of said corporation.


Notary Public

SCOTT J. GIORDANO
Notary Public, State of New York
No. 0268-15044900
Qualified in New York County
Commission Expires June 5, 1999