



Tab settings

To the Honorable Commissioner of Patents

100945591

and original documents or copy thereof.

1. Name of conveying party(ies):

SUPERGRAPHICS CORPORATION

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

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

2. Name and address of receiving party(ies)

Name: CANADIAN IMPERIAL BANK OF COMMERCE

Internal Address: Third Floor

Street Address: 425 Lexington Avenue

City: New York State: NY ZIP: 10017

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other New York Agent of Canadian Bank

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other MEMORANDUM OF SECURITY INTEREST IN TRADEMARKS
- Merger
- Change of Name

Execution Date: November 30, 1998

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,976,895 and 2,151,519

Additional numbers attached?  Yes  No

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

Name: CADWALADER, WICKERSHAM & TAFT

Internal Address: RAYNARD D. HOOD

LEGAL ASSISTANT

SUITE 2400

Street Address: 227 WEST TRADE STREET

City: CHARLOTTE State: NC ZIP: 28202

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41): \$ 65.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

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

01/14/1999 DNGUYEN 00000036 1976895

01 FC:481 40.00 OP  
02 FC:482 25.00 OP

DO NOT USE THIS SPACE

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.

LORI POTTS  
Name of Person Signing

*Lori Potts*  
Signature

1/7/99  
Date

Total number of pages including cover sheet, attachments, and document: 3

# MEMORANDUM OF SECURITY INTEREST IN TRADEMARKS

United States Department of Commerce  
Commissioner of Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231

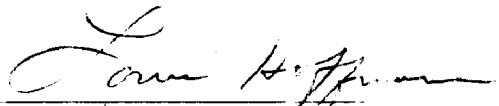
Ladies and Gentlemen:

Pursuant to a Security Agreement, dated as of March 24, 1998 (as amended, supplemented or otherwise modified from time to time, the "Security Agreement"), SuperGraphics Corporation, a California corporation (the "Assignor"), has granted to Canadian Imperial Bank of Commerce, as agent for certain lenders, as Assignee (the "Assignee") a continuing security interest in, and a continuing lien upon the Trademarks (as such term is defined in the Security Agreement) including the trademarks listed on the annexed Exhibit A, and all applications, registrations, renewals and proceeds (including accounts receivable and royalties) thereof (the "Trademarks"), together with the goodwill of the business connected with the use of and symbolized by the Trademarks. The Assignee's security interest in the Trademarks can only be terminated in accordance with the terms of the Security Agreement.

Dated: November 30, 1998

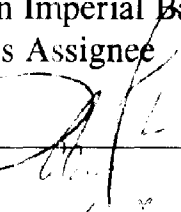
Very truly yours,

SuperGraphics Corporation

By   
Name: *Louis Hoffmann*  
Title: *president*

**ACKNOWLEDGED BY:**

Canadian Imperial Bank of Commerce,  
as Assignee

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