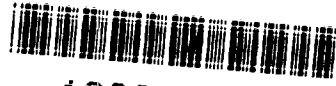


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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

1. Name of conveying party(ies):

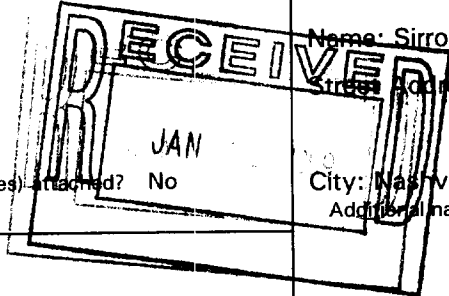
Tandem Capital, Inc.

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

2. Name and address of receiving party(ies)

Name: Sirrom Capital Corporation
Street Address: St. Cloud Corner
500 Church Street, Suite 200

City: Nashville TN ZIP 37219
Additional name(s) & address(es) attached?



3. Nature of conveyance:

Assignment

Execution Date: December 15, 1998

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

A. Trademark Application No.(s): 75/388,899 and 75/388,919

Additional numbers attached? Yes No

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

Name: WADDEY & PATTERSON
Internal Address: NATIONS BANK BUILDING
SUITE 2020
Street Address: 414 UNION STREET
City: NASHVILLE State: TN Zip: 37219

6. Total number of applications and patents involved: 2

7. Total fee (37 CFR 3.41):..... \$40.00

The fee is enclosed

8. Deposit account number:

23-0035

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

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.

I.C. Waddey, Jr.

Name of Person Signing

I.C. Waddey, Jr.
Signature

1/5/99
Date

Total number of pages including cover sheet, attachments, and document: 2

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks, Box Assignments
Washington, DC 20231

TRADEMARK
REEL: 1839 FRAME: 0905

ASSIGNMENT OF TRADEMARK

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

WHEREAS Tandem Capital, Inc., a corporation duly organized and existing under the laws of the state of Tennessee, United States of America with its principal place of business at 500 Church Street, Nashville, Tennessee, United States of America, has adopted, used and is using the following service marks:

<u>SERVICE MARK</u>	<u>SERIAL NO.</u>	<u>DATE OF FILING</u>
TANDEM CAPITAL AND DESIGN	75/388,919	November 12, 1997
TANDEM CAPITAL	75/388,899	November 12, 1987

WHEREAS Tandem has filed applications to register the service marks in the United States and the marks are the subject of pending applications bearing the serial numbers and filing dates referred to above,

WHEREAS Sirrom Capital Corporation, a corporation duly organized and existing under the laws of the state of Tennessee, with its principal place of business at 500 Church Street, Suite 200, Nashville, TN 37210, is desirous of acquiring said marks and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Tandem Capital, Inc. does hereby assign unto said Sirrom Capital Corporation all rights, title and interest in and to the said mark(s), together with the goodwill of the business symbolized by the marks and the registrations and applications for registration thereof.

Tandem Capital, Inc.

By: *Craig Macnab*
Craig Macnab, Vice President

Subscribed to and sworn to before me
this 12th day of December, 1997.

Sheryl Beards
Notary Public

My Commission Expires SEPT. 23, 2000