

08-25-1999



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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type 8-23-99

New

Resubmission (Non-Recordation)
Document ID # _____

Correction of PTO Error
Reel # _____ Frame # _____

Corrective Document
Reel # _____ Frame # _____

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger
Effective Date
Month Day Year _____

Change of Name

Other Assignment of Security Interest

Conveying Party Mark if additional names of conveying parties attached

Name Heller Financial, Inc. Execution Date 07301999

Formerly _____

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Delaware

Receiving Party Mark if additional names of receiving parties attached

Name Fremont Financial Corporation

DBA/AK/A _____

Composed of _____

Address (line 1) 202C Santa Monica Boulevard

Address (line 2) Suite 500

Address (line 3) Santa Monica CA 90404
City State/Country Zip Code

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization California

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

08/25/1999 DCARTES 00000001 0668664

1 FC:481 40.00 OP
2 FC:482 50.00 OP

FOR OFFICE USE ONLY

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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="0668664"/>	<input type="text" value="1723467"/>	<input type="text" value="2105045"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

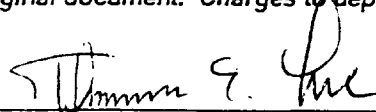
No

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. Charges to deposit account are authorized, as indicated herein.

Thomas E. Lane

Name of Person Signing



Signature

8-11-99

Date Signed

**ASSIGNMENT OF
SECURED PARTY'S INTEREST IN
ASSIGNMENT FOR SECURITY OF PATENTS, TRADEMARKS AND COPYRIGHTS**

This Assignment of Secured Party's Interest in Assignment for Security of Patents, Trademarks and Copyrights (this "Assignment") is entered into as of July 30, 1999 by and between Heller Financial, Inc. ("Assignor") and Fremont Financial Corporation ("Assignee").

WHEREAS, Kreonite, Inc. ("Borrower") executed in favor of Assignor that certain Assignment for Security of Patents, Trademarks and Copyrights dated as of September 11, 1998 (the "Collateral Assignment");

WHEREAS, Assignor has sold and Assignee has purchased all of Assignor's right, title and interest in and to Assignor's credit facilities with Borrower, pursuant to that certain Loan Portfolio Purchase and Sale Agreement dated May 19, 1999 between Assignor and Assignee; and

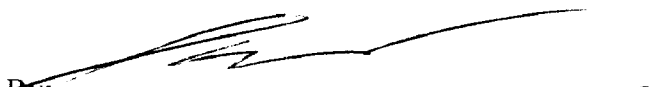
WHEREAS, Assignor desires to assign, transfer, sell, grant and convey to Assignee all of its right, title and interest in and to the Collateral Assignment.

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

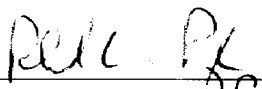
1. Assignor hereby assigns, transfers, sells, grants and conveys to Assignee all of Assignor's right, title and interest in and to the Collateral Assignment including all rights with respect to the patents and trademark registrations described on Schedule A and Schedule C attached hereto and incorporated herein by this reference.
2. Assignee hereby assumes from Assignor and agrees to perform and be bound by any obligations of Assignor under the Collateral Assignment.

IN WITNESS WHEREOF, the undersigned have executed and delivered this Assignment as of the date first written above.

HELLER FINANCIAL, INC.

By: 
Title: Senior Vice President

**FREMONT FINANCIAL
CORPORATION**

By: 
Title: Senior Vice President

SCHEDULE A

KREONITE, INC. PATENTS

U.S. Patent No.
4,256,001 ✓

Date Issued
03/17/81

Related Foreign Patents

KREONITE, INC. PATENT APPLICATIONS

U.S. Patent Application No.
NONE

Date Applied

KREONITE, INC.
Assignment for Security of Patents,
Trademarks & Copyrights
ATL - 565635.1

SCHEDULE C

KREONITE, INC. TRADEMARK REGISTRATIONS

<u>Mark</u>	<u>Registration No.</u>	<u>Date</u>
Kreonite	668,664	October 21, 1958
Kreonite	1,723,467	October 13, 1992
Hope Imaging	2,105,045	October 14, 1997

KREONITE, INC. TRADEMARK APPLICATIONS

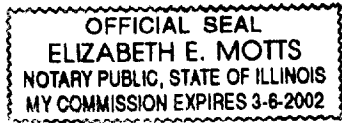
<u>Mark</u>	<u>Trademark Application No.</u>	<u>Date Applied</u>
NONE		

KREONITE, INC.
Assignment for Security of Patents,
Trademarks & Copyrights
ATL - 565635.1

NOTARY ACKNOWLEDGEMENT

STATE OF ILLINOIS)
COUNTY OF Cook) ss.
)

The foregoing Assignment of Secured Party's Interest in Assignment for Security of Patents, Trademarks and Copyrights was executed and acknowledged before me this 2nd day of July, 1999, by Steven Warsutis, personally known to me to be the Senior Vice President of Heller Financial, Inc., a Delaware corporation, on behalf of such corporation.



Elizabeth E. Motts
Notary Public

My Commission expires:

March 6, 2002

NOTARY ACKNOWLEDGEMENT

STATE OF CALIFORNIA)
) ss.
COUNTY OF Los Angeles)

On the 30th day of July, 1999, before me, Marvelyn Jackson, a notary public for said county and state, personally appeared Richard C. Pugh, Sr., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he or she executed the same in his or her authorized capacity, and that, by his or her signature on the instrument, the entity upon behalf of which the person acted executed the instrument.

WITNESS my hand and official seal.

Signature: Marvelyn Jackson
My commission expires: July 24, 2002

