I ORM PTO-1618A Expires 06/30/99 C MB 0651-0027 AUC 2 : 1999 08-25-1999



101126657



ent and Trademark Office TRADEMARK

| TRADEMARKS ONLY | | | |
|--|--|------------------------------|--|
| T(): The County Paroner of Patents and Trademarks: | | | ginal document(s) or copy(ies). |
| Submission Type 8-33-99 | Con | veyance Type | |
| X | | Assignment | License |
| Resubmission (Non-Recordation) | | Security Agreement | Nunc Pro Tunc Assignment |
| Document ID # | | | Effective Date |
| Correction of PTO Error | | Merger | Month Day Year |
| Reel # Frame # | | Change of Name | |
| Corrective Document Reel # Frame # | Х | Other Assignment | of Security Interest |
| Conveying Party | <u> </u> | | |
| | I MIGIK II | additional names of convey | ing parties attached Execution Date Month Day Year |
| Name Heller Financial, Inc. | | | 07301999 |
| Formerly | | | |
| | | | |
| Individual General Partnership | Limite | ed Partnership X | Corporation Association |
| Other | | | |
| | | | |
| Citizenship/State of Incorporation/Organizat | tion _ | Delaware | |
| Receiving Party | _ Mark i | f additional names of receiv | ing parties attached |
| Name Fremont Financial Corporati | Lon | | |
| | | | |
| DBA/AKA/TA | | | |
| Composed of | | | |
| 2020 Comba Maria B. 1 | | | |
| Acidress (line 1) 2020 Santa Monica Boulevard | | | |
| Acidress (line 2) Suite 500 | | | |
| A(Idress (line 3) Santa Monica | | CA | 90404 |
| City | 7 | State/Country | 90404 Zip Code |
| Individual General Partnership |] Limit | ed Partnership | If document to be recorded is an assignment and the receiving party is |
| Corporation Association | | | not domiciled in the United States, an appointment of a domestic |
| Other Control (Designation must be a separate | | | |
| | | | document from Assignment) |
| Citizenship/State of Incorporation/Organizat | ion | California | |
| 08/25/1999 DCDATES 00000002 1476629 FOR | OFFICE | USE ONLY | 940E |
| 01 FC:481 40.00 QP | | | 1706 |
| 02 FC:482 900.00 0P | | | |

Futilic 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 general the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information and Regulatory Affairs. Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, U.C. 20503. See OMB

I formation Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS FOORESS.

| ٢ | FORM PTO- | 1618B Page 2 | U.S. Department of Commerce Patent and Tradement Office | |
|--|----------------------------|---|--|--|
| t | 0MB 0651-0027 | Representative Name and Address Enter for the first Rec | TRADEMARK | |
| | Name | Citter for the first Rec | eiving Faity Only. | |
| | | | | |
| 1 | ddress (line 1) | | | |
| 4 | ddress (line z) | | | |
| 4 | ddress (line 3) | | | |
| | ddress (line 4) | | | |
| 4 | | lent Name and Address Area Code and Tolomboro Number (3) | | |
| I | , or ochoric | | 10) 315-5550 | |
| | Name | Thomas E. Lane | | |
| k | iddress (line 1) | Fremont Financial Corporation | | |
| - | ddress (line 2) | 2020 Santa Monica Boulevard | | |
| | Helanaa ay ya 1 | Suite 500 | | |
| ſ | ddress (line 3) | Suite 500 | | |
| 1 | ddress (line 4) | Santa Monica, California 90404 | | |
| P | ages | Enter the total number of pages of the attached conveyance documents including any attachments. | ument # 5 | |
| F | rademark A | Application Number(s) or Registration Number(s) | Mark if additional numbers attached | |
| | | Trademark Application Number or the Registration Number (DO NOT ENTER BOTH | , , , , , , , , , , , , , , , , , , , | |
| | Irad | lemark Application Number(s) Registra | tion Number(s) 1794772 1468678 | |
| | | | 1194112 14080/8 | |
| | L | 1871152 | 1516896 1060663 | |
| | | 1611930 | 1003012 1815384 | |
| ri | lumber of F | Properties Enter the total number of properties involved. | # 37 | |
| Fee Amount See Amount for Properties Listed (27 CED 2 41). | | | | |
| | | f Payment: Enclosed X Deposit Account | \$ \$940.00 | |
| 1. | Deposit A (Enter for pa | ACCOUNT ayment by deposit account or if additional fees can be charged to the account.) | | |
| | | Deposit Account Number: | # | |
| - | | Authorization to charge additional fees: | Yes No | |
| \$ | | nd Signature | | |
| | attac | te best of my knowledge and belief, the foregoing information is true and the copy is a true copy of the original document. Charges to deposit accepted herein. | correct and any count are authorized, as | |
| | Tham- | is E. Lane Thomas 9. hu | College College | |
| . - | ****** | of Person Signing Signature | Date Signed | |

FORM PTO-1618C E pres 08/30/99 C MB 0851-0027

RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

U.S. Department of Commerce Patent and Trademark Office TRADEMARK

| Ccriveying Party Ent & Additional Conveying Party | Mark if additional names of o | conveying parties attac | hed Execution Date Month Day Year |
|---|--|--|---|
| Name | | | |
| For merty | | | |
| Individual General Partnership Limit | ted Partnership | Corporation | Association |
| Other | | | |
| Citizenship State of Incorporation/Organization | | | |
| Receiving Party Enter Additional Receiving Party Mark | if additional names of receiving | ng parties attached | |
| Name | | | |
| OB. VAKA/TA | | | |
| composed of | | | |
| omposed of | | | |
| Ac cress (line 1) | | | |
| At ciress (line 2) | | | |
| | | | |
| Ai (clress (line 3) | State/Country | | 7in Code |
| At iciress (line 3) City | State/Country imited Partnership | 1 1 | Zip Code ne recorded is an the receiving party is |
| Arkdress (line 3) City City Character Control City City City City Li | | assignment and | the recorded is an the receiving party is the United States, an |
| Arkdress (line 3) City Individual General Partnership Li Corporation Association | | assignment and not domiciled in appointment of representative s (Designation mu | te recorded is an the receiving party is the United States, an a domestic thould be attached ust be a separate |
| Acidress (line 3) City City Cliy Chy City City Li | imited Partnership | assignment and not domiciled in appointment of representative s (Designation mu | te recorded is an the receiving party is the United States, an a domestic thould be attached |
| Acidress (line 3) City City Li Corporation Association | imited Partnership | assignment and not domiciled in appointment of representative s (Designation mu | te recorded is an the receiving party is the United States, an a domestic thould be attached ust be a separate |
| Arkdress (line 3) City Individual General Partnership Li Corporation Association Other Citizenship/State of Incorporation/Organization I ademark Application Number(s) or Registr | ration Number(s) | assignment and not domiciled in appointment of representative s (Designation mudocument from | the recorded is an the receiving party is the United States, an a domestic should be attached ust be a separate the Assignment.) |
| Ackleress (line 3) City Individual General Partnership Li Corporation Association Other Citizenship/State of Incorporation/Organization I ademark Application Number(s) or Registre Enter either the Trademark Application Number or the Registration | ration Number(s) | assignment and not domiciled in appointment of representative s (Designation mudocument from | the recorded is an the receiving party is the United States, an a domestic should be attached ast be a separate the Assignment.) |
| Ackdress (line 3) City Individual General Partnership Li Corporation Association Other Citizenship/State of Incorporation/Organization Trademark Application Number(s) or Registr | ration Number(s) | assignment and not domiciled in appointment of representative s (Designation mudocument from | the receiving party is the United States, an a domestic thould be attached ust be a separate the Assignment.) onal numbers attached same property). |
| Ackloress (line 3) City Individual General Partnership Li Corporation Association Other Citizenship/State of Incorporation/Organization I ademark Application Number(s) or Registre Enter either the Trademark Application Number or the Registration | ration Number(s) on Number (DO NOT ENTER Re 1410244 | assignment and not domiciled in appointment of representative s (Designation mu document from X Mark if additional addit | the receiving party is the United States, and a domestic should be attached ast be a separate the Assignment.) onal numbers attached same property). |
| Ackloress (line 3) City Individual General Partnership Li Corporation Association Other Citizenship/State of Incorporation/Organization I ademark Application Number(s) or Registre Enter either the Trademark Application Number or the Registration | ration Number(s) on Number (DO NOT ENTER 1410244 2720123 | assignment and not domiciled in appointment of representative s (Designation mudocument from X Mark if additional additi | the receiving party is the United States, an a domestic should be attached ust be a separate the Assignment.) onal numbers attached same property). or(s) 0276011 |
| Ackloress (line 3) City Individual General Partnership Li Corporation Association Other Citizenship/State of Incorporation/Organization I ademark Application Number(s) or Registre Enter either the Trademark Application Number or the Registration | ration Number(s) on Number (DO NOT ENTER Re 1410244 | assignment and not domiciled in appointment of representative s (Designation mu document from X Mark if additional addit | the receiving party is the United States, and a domestic should be attached ast be a separate the Assignment.) onal numbers attached same property). |
| Ackloress (line 3) City Individual General Partnership Li Corporation Association Other Citizenship/State of Incorporation/Organization I ademark Application Number(s) or Registre Enter either the Trademark Application Number or the Registration | ration Number(s) on Number (DO NOT ENTER 1410244 2720123 | assignment and not domiciled in appointment of representative s (Designation mudocument from X Mark if additional additi | the receiving party is the United States, an a domestic should be attached ust be a separate the Assignment.) onal numbers attached same property). or(s) 0276011 |
| Ackloress (line 3) City Individual General Partnership Li Corporation Association Other Citizenship/State of Incorporation/Organization I ademark Application Number(s) or Registre Enter either the Trademark Application Number or the Registration | ration Number(s) on Number (DO NOT ENTER 1410244 2720123 1948461 | assignment and not domiciled in appointment of representative s (Designation mu document from X Mark if additional addit | the receiving party is the United States, an a domestic should be attached ast be a separate the Assignment.) onal numbers attached same property). or(s) 0276011 1007339 |
| Ackloress (line 3) City Individual General Partnership Li Corporation Association Other Citizenship/State of Incorporation/Organization I ademark Application Number(s) or Registre Enter either the Trademark Application Number or the Registration | ration Number(s) on Number (DO NOT ENTER 1410244 2720123 1948461 1817393 | assignment and not domiciled in appointment of representative s (Designation mudocument from X Mark if additional additi | the receiving party is the United States, an a domestic should be attached ast be a separate the Assignment.) onal numbers attached same property). or(s) 0276011 1007339 1850271 1732046 |

FORM PTO-1618C Extres 06/30/99 ONB 0651-0027

RECORDATION FORM COVER SHEET CONTINUATION TRADFMARKS ONLY

U.S. Department of Commerci Patent and Trademark Office TRADEMARK

| ()MB 0651-0027 | TRADE | MARKS ONLY | | RADEMARK |
|-------------------------------------|--|------------------------------------|---|--|
| CONTVEYING I | Party Conveying Party | Mark if additional name | s of conveying parties attack | hed Execution Date Month Day Year |
| Name | | | | |
| Formerly | | | | |
| [] Individual | General Partnership | Limited Partnership | Corporation | Association |
| Other | | | | |
| [] Citizenshi | p State of Incorporation/Organization | | | |
| R aceiving P Er ter Additional R | arty eceiving Party | Mark if additional names of rec | ceiving parties attached | |
| Name [| | | | |
| DEA/AKA/TA | | | | |
| Composed of [| | | | |
| A difress (line 1) | | | | |
| A 1dress (line 2) | | | | |
| Address (line 3) | | | | |
| [] Individua | General Partnership | State/Country Limited Partnership | If document to b assignment and | Zip Code e recorded is an the receiving party is the United States, an |
| Corporation | on Association | | | a domestic hould be attached ist be a separate |
| Other | | | document from | the Assignment.) |
| Citizensh | p/State of Incorporation/Organization | n | | |
| | Application Number(s) or Re Trademark Application Number or the Reg | - · | , , ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,, | onal numbers attached same property). |
| Trade | emark Application Number(s) | | Registration Numbe | r(s) |
| 74632277 | 74467358 | 1560281 | 1502031 | 1764325 |
| | | 1451553 | 1845090 | |
| [| | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

| FORM PTO- Expres 06/30/99 OMB 0651-0027 | 1618B | Page 2 | U.S. Department of Commerce Patent and Trademark Office TRADEMARK |
|---|---|--|---|
| Jomestic R | epresentative Name and | Address Enter for the first F | Receiving Party only. |
| Name | | | |
| , (cldress (line 1) | . • | | |
| , luidress (line 2) | | | |
| | | | |
| , kildress (line 3) | | | |
| (lidress (line 4) | | | |
| Correspond | ent Name and Address | Area Code and Telephone Number | (310) 315-5550 |
| Name [| Thomas E. Lane | | |
| Address (line 1) | Fremont Financial Corp | paration | |
| Address (line 2) | | | |
| (ine 2) | 2020 Santa Monica Boul | levard | |
| Address (line 3) | Suite 500 | | |
| Address (line 4) | Santa Monica, Californ | nie 90404 | |
| 5 | Enter the total number of pagincluding any attachments. | ges of the attached conveyance do | ocument # 5 |
| | | Registration Number(s) | X Mark if additional numbers attached |
| | : : | e Registration Number (DO NOT ENTER BO | , |
| irad | emark Application Number(s | Regis | tration Number(s) 1794772 1468678 |
| | | | |
| | | 1871152 | 1516896 1060663 |
| | | 1611930 | 1003012 1815384 |
| Number of P | roperties Enter the total | number of properties involved. | # 37 |
| Fee Amount | Fee Amount for | Properties Listed (37 CFR 3.41): | \$ \$940.00 |
| Method of | | ed X Deposit Account | \$740.00 |
| Deposit Ac (Enter for pay | | onal fees can be charged to the account.) | |
| | | posit Account Number: | # |
| | Auf | thorization to charge additional fees: | Yes No |
| Statement an | d Signature | | |
| attach | best of my knowledge and belied ed copy is a true copy of the ori ted herein. | ef, the foregoing information is true an ginal document. Charges to deposit a | nd correct and any account are authorized, as |
| Thomas | E. Lane | Thomas 9 has | 8-11-99 |
| | f Person Signing | Signature | 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 <u>30</u>, 1999 by and between Heller Financial, Inc. ("Assignor") and Fremont Financial Corporation ("Assignee").

WHEREAS, Sima Products, Corp. ("Borrower") executed in favor of Assignor that certain Assignment for Security of Patents, Trademarks and Copyrights dated as of June 18, 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.

Title: SENICE

FREMONT FINANCIAL CORPORATION

T:41-

Title: Senior U. a President

sima 1

TRADEMARK REEL: 001947 FRAME: 0613

SCHEDULE A

SIMA PRODUCTS, CORP. PATENTS

| U.S. Patent No. | Date Issued | Related Foreign Patents |
|-----------------|-------------|-------------------------|
| 3.845.316 | 10/29/74 | N/A |
| 249.798 | 10/3/78 | N/A |
| 4,273,436 | 6/16/81 | N/A |
| 5,189,563 | 2/23/93 | N/A |
| 4,959,755 | 9/25/90 | N/A |
| 4,262,801 | 4/21/81 | N/A |

SIMA PRODUCTS, CORP. PATENT APPLICATIONS

| <u>U.S.</u> | <u>Patent</u> | Application No. |
|-------------|---------------|-----------------|
| KN/N | 70 091 | |

Date Applied 12/31/97

ATL 545993.1

SCHEDULE C

SIMA PRODUCTS, CORP. TRADEMARK REGISTRATIONS

| Mark | Registration No. | Date |
|--|------------------------|-------------|
| BOOSTERBOX | 1,476,629 | |
| CAMLIGHT | 1 ,794,772 | |
| CAMLIGHT (Supplemental Reg.) | 1,468,678 | |
| CAMMIKE | 1,871,152 | |
| CAMMIKE (Supplemental Reg.) | 1,516,896 | |
| CAMPACK | | |
| CAMPOCKET | | |
| CAPKEEPER | 1,060, 66 3 | |
| CAPKEEPER | 1,611,930 | |
| CAPKEEPER (Reg. as "SIMA CAPKEEPER") | 1003012 | |
| COLORWRITER | 1,815,384 | |
| COPYKIT | 1,410,244 | |
| FILMSHIELD | 1,517,045 | |
| FILMSHIELD | 276011 | |
| FILMSHIELD & Design | 2,720,123 | |
| FILMSHIELD (Reg. as "SIMA FILMSHIELD") | 1201770 | |
| FILMSHIELD (Reg. as "SIMA-FILMSHIELD") | 1007339 | |
| FILMWRAP | | |
| Face Design | 1,948,461 | |
| POWERMAX | 1,854,495 | |
| POWERMAX POWERPOCKET | 1,850,271 | |
| PROLINE | | |
| PROMAGIC | 1,817,393 | |
| QUICKONNECT | 1,464,384 | |
| SCREENWRITER | 1,732,046 | |
| SENSORLIGHT | , , | |
| SIMA | 1,178,899 | |
| SIMA | 251421 | |
| SIMA | 1.119.367 | |
| SIMA | 1,489,145 | |
| SIMA | 815.763.395 | |
| SIMA & Design | 1,487,456 | |
| SIMA & Design | 1,180,770 | |
| SIMA PC PALS | .,, | |
| SOUNDCATCHER | 1,410,245 | |
| SPORTS POUCH | 1,130,881 | |
| VIDEO SOUNDMIXER (Supplemental) | 1.560.281 | |
| VIDEOBRACKET | 1.502.031 | |
| VIDEOPROP | 1,764,325 | |
| VIDEOPROP (Supplemental Reg.) | 1,451,553 | |
| ZOOMMIKE | 1,845,090 | |
| | 2,0 10,020 | |

SIMA PRODUCTS, CORP. TRADEMARK APPLICATIONS

| Mark VIDEO STUDIO | Trademark Application No. 74/632,277 | Date Applied February 9, 1995 |
|-------------------|--------------------------------------|----------------------------------|
| COLORWRITER PLUS | 74/467,358 | April 13, 1998 |

ATL 545993.1

NOTARY ACKNOWLEDGEMENT

| STATE OF ILLINOIS |) |
|--|---|
| COUNTY OF COOK |) ss.) |
| The foregoing Assignment of Secured Party's Intere | est in Assignment for Security of Patents, Trademarks |
| and Copyrights was executed and acknowledged bef 1999, by 5 Teven 10005 15 | , personally known to me to be the |
| Senior Vice President of Heller Finance corporation. | cial, Inc., a Delaware corporation, on behalf of such |

My Commission expires:

March 6, 2002

sima 2

TRADEMARK REEL: 001947 FRAME: 0616

NOTARY ACKNOWLEDGEMENT

)

| Λ : |) SS. |
|--|---|
| COUNTY OF LOS Angeles |) |
| | |
| On the 35th day of July , 199 notary public for said county and state, personally appearance. | 19. before me. Marvelyn Jackson a |
| notary public for said county and state, personally appearance | eared Richard C. Pugh Ja., |
| 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 acknowledge acknowledge and acknowledge acknowled | <u> </u> |
| his or her authorized capacity, and that, by his or her si which the person acted executed the instrument. | ignature on the instrument, the entity upon behalf of |
| WITNESS my hand and official seal. | MARVELYN JACKSON Commission # 1190850 |
| Signature: Mariti Johna | Notary Public - California & Los Angeles County My Comm. Expires Jul 24, 2002 |
| My commission expires: July 24, 2002 | |

sima

3

TRADEMARK REEL: 001947 FRAME: 0617

STATE OF CALIFORNIA