

04-27-2000



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To: The Commissioner of Patent

Please record the attached original document(s) or copy(ies) thereof.

1. Name of conveying party(ies):
 RMED International, Inc.
 Individual(s) Association
 General Partnership Limited
 Corporation-State: Colorado Partnership
 Other:
 Additional name(s) of conveying party(ies) attached?
 Yes No

3. Nature of conveyance: 4-4-00
 Assignment Merger
 Security Agreement Change of Name
 Other Notice of Grant of Security Interest

Execution Date: December 3, 1999

2. Name and address of receiving party(ies):
 Name: Wells Fargo Business Credit, Inc.
 Internal Address:
 Street Address: 100 East Wisconsin Avenue, Suite 1400
 City: Milwaukee State: WI Zip: 53202
 Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State: Minnesota
 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 EXHIBIT A
 Additional numbers attached? Yes No

B. Trademark Registration No.(s)
 SEE EXHIBIT A
 Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Adam L. Brookman
Godfrey & Kahn, S.C.
 Internal Address:
 Street Address: 780 North Water Street
 City: Milwaukee State: WI Zip: 53202

6. Total number of applications and registrations involved:.....[9]
 7. Total fee (37 CFR 3.41):\$360.00
 Enclosed
 Authorized to be charged to deposit account for any deficiencies
 8. Deposit account number: 07-1509
 (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.

Adam L. Brookman
 Name of Person Signing

[Signature]
 Signature

4/4/00
 Date

04/27/2000 DNGUYEN 00000003 2220551

01 FC:481 42.00 OP
02 FC:482 200.00 OP

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

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TRADEMARK
REEL: 002060 FRAME: 0093

Repln. Ref: 04/27/2000 DNGUYEN 001220551
DAH: 071509 Name/Number: 2220551 \$120.00 CR
FC: 704

Exhibit A

UNITED STATES TRADEMARKS, SERVICE MARKS
AND COLLECTIVE MEMBERSHIP MARKS

REGISTRATIONS

<u>Mark</u>	<u>Registration Number</u>	<u>Registration Date</u>
Tender  Care	2,220,551	January 26, 1999
BUMPIES	2,090,116	August 19, 1997
ROCK-A-BYE	2,179,049	August 4, 1998
	1,967,846	April 16, 1996
	1,909,991	August 8, 1995
	1,909,972	August 8, 1995
TENDER CARE	1,807,430	November 30, 1993
JETTAR (Wisconsin State)		December 2, 1998

APPLICATIONS

<u>Mark</u>	<u>Application Number</u>	<u>Application Date</u>
DIAPER FACTORY PLUS	75/570,732	October 15, 1998
DIAPER DEPOT	75/750,731	October 15, 1998

**NOTICE OF GRANT OF SECURITY INTEREST
IN TRADEMARKS**

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of December 3, 1999 (the "Security Agreement"), by RMED INTERNATIONAL, INC. (the "Debtor") and WELLS FARGO BUSINESS CREDIT, INC. (the "Secured Party"), the Debtor has granted to the Secured Party a continuing security interest in and continuing lien upon, the trademark registrations and/or trademark applications listed in **Exhibit A**, hereto.

The Secured Party, hereby acknowledges that the security interest in the foregoing trademark registrations and/or trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark registration or trademark application.

Very truly yours,

WELLS FARGO BUSINESS CREDIT, INC.

By: John M. Stewart

Name: John M. Stewart

Title: Vice President

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