

06-06-2003

6-3003



Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)

RECORDATIC
TRADEMARKS ONLY
102466851

DEPARTMENT OF COMMERCE
Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies):

Foothill Income Trust, L.P.

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Release of Security Interest
- Merger
- Change of Name

Execution Date: 05/29/2003

2. Name and address of receiving party(ies)

Name: Safeguard Investment Corporation

Internal Address: Suite 600N

Street Address: 8585 North Stemmons Freeway

City: Dallas State: TX Zip: 75247

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- 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)

B. Trademark Registration No.(s) 1,335,504

(please see attached page)

Additional number(s) attached Yes No

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

Name: Michele P. Schwartz

Internal Address: Hughes & Luce, LLP

Suite 2800

Street Address: 1717 Main Street

City: Dallas State: TX Zip: 75201

6. Total number of applications and registrations involved:

10

7. Total fee (37 CFR 3.41).....\$ 265.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

501343

06/05/2003 DBYRNE 00000025 501343 1335504

DO NOT USE THIS SPACE

01 FC:8521 40.00 CH
02 FC:8522 225.00 CH

Javier E. Martinez

Name of Person Signing

Signature

6/2/03

Date

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

6

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002747 FRAME: 0248

CONTINUATION OF ITEM 4

TRADEMARK REGISTRATIONS

Reg. No.

1,334,236

1,286,009

1,082,475

659,839

659,840

861,369

1,290,978

1,301,545

1,115,627

009056.00039:782070.01

TRADEMARK
REEL: 002747 FRAME: 0249

STATEMENT OF RELEASE
OF GRANT OF SECURITY INTEREST
(PATENT AND TRADEMARK)

This instrument is prepared and is intended to comply with the formal requisites as set forth in the Uniform Commercial Code and the policies, rules and regulations of The United States Patent and Trademark Office.

1. The name of the debtor ("Debtor") is:

Safeguard Investment Corporation

2. The name and address of the secured party ("Secured Party") is:

Foothill Income Trust, L.P.
104 East 45th Street
44th Floor
New York, New York 10017

3. This statement refers to the Patent and Trademark Security Agreement between Debtor and Secured Party, dated August 30, 1999, recorded on October 20, 1999, with the United States Patent and Trademark Office on Reel 1977, Frame 0597, and Reel 010351, Frame 0329.

4. Secured Party hereby releases its security interest in trademark collateral described in the schedule attached hereto as Exhibit A.

5. Secured Party hereby releases its security interest in patent collateral described in the schedule attached hereto as Exhibit B.

6. Presented for filing to the U. S. Commissioner of Patents and Trademarks.

Date: May 29, 2003

SECURED PARTY:

FOOTHILL INCOME TRUST, L.P.

By: FIT GP, LLC, its general partner

By:  _____
Jeff Nikora, Managing Member

009056.00039:780878.02

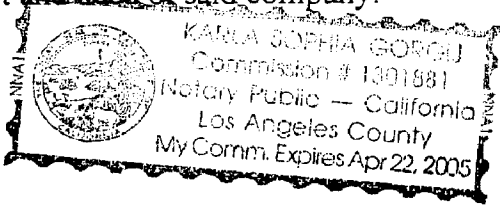
TRADEMARK
REEL: 002747 FRAME: 0250

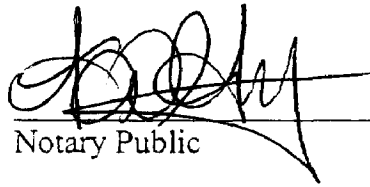
ACKNOWLEDGMENT

STATE OF CALIFORNIA

COUNTY OF LOS ANGELES

On the 29 day of May, 2003, before me personally appeared Jeff Nikora, to me personally known or proved to me on the basis of satisfactory evidence to be the person described in and who executed the foregoing instrument, who being by me duly sworn, did depose and say that he is the Managing Member of FOOTHILL INCOME TRUST, L.P., the limited partnership described in and which executed the foregoing instrument; and that he acknowledged said instrument to be the free act and deed of said company.




Notary Public

(Seal)

My commission expires:

APRIL 22, 2005

EXHIBIT "A"

REGISTERED TRADEMARKS

UNITED STATES

<u>Trademark</u>	<u>Registration Date</u>	<u>Registration No.</u>
Clean Trim	05/14/85	1,335,504
Color Master	05/07/85	1,334,236
Design Only	07/17/84	1,286,009
Quick Claim	01/17/78	1,082,475
Timemaster	03/25/58	659,839
Timemaster and Design	03/25/58	659,840
Safeguard and Design	12/03/68	861,369
Color Sentry	08/21/84	1,290,978
Fast Form	10/23/84	1,301,545
Centurion 300	03/27/79	1,115,627

Exhibit "B"

PATENTS

UNITED STATES

<u>Patent Description/Title</u>	<u>Issue Date</u>	<u>Patent No.</u>	<u>Name of Inventor</u>
Combined Writing Board and Pad Holder	April 22, 1980	Des. 254,794	Eric R. Hayman John C. Hensel Ingomar O. Koch
Checkbook Cover	June 22, 1982	Des. 265,021	Eric R. Hayman Scott R. Penniman
Wallet-Sized Checkbook	June 1, 1982	4,332,400	Eric R. Hayman

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