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12-07-1998



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U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

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To the Honorable Commissioner of P.

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

MTI TECHNOLOGY CORPORATION

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

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

3. Nature of conveyance:

- Assignment, Merger, Security Agreement (checked), Change of Name, Other

Execution Date: 7-22-98

2. Name and address of receiving party(ies)

Name: SILICON VALLEY BANK

Internal Address: LOAN DOC. GROUP/NC816

Street Address: 3003 TASMAN DRIVE

City: SANTA CLARA State: CA ZIP: 95054

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State (checked), 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 patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

SEE EXHIBIT C ATTACHED HERETO.

Additional numbers attached? Yes No

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

Name: SILICON VALLEY BANK

Internal Address: LOAN DOC. GROUP NC816

Street Address: 3003 TASMAN DRIVE

12/07/1998 DMSJYEH 00000061 1886934

01 FC:482 100.00 DP

City: SANTA CLARA State: CA ZIP: 95054

6. Total number of applications and registrations involved: 15

7. Total fee (37 CFR 3.41).....\$ 290.00

Enclosed (checked) Check # 7699

Authorized to be charged to deposit account

8. Deposit account number:

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

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02 FC:482 250.00 DP

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.

Signature of Michelle Giannini

Signature of Mitchell Gian

Date: 7/31/98

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

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Assignments TRADEMARK

Washington, D.C. 20540

REEL: 1823 FRAME: 0023

**ADDITIONAL SECURED PARTY:**

GENERAL ELECTRIC CAPITAL CORPORATION  
350 SOUTH BEVERLY DRIVE  
SUITE 200  
BEVERLY HILLS, CA 92012

**EXHIBIT "C"**

DEBTOR:           **MTI TECHNOLOGY CORPORATION**

SECURED PARTY:   **SILICON VALLEY BANK**

**TRADEMARKS**

| <b><u>DESCRIPTION</u></b> | <b><u>REGISTRATION NO.</u></b> | <b><u>SERIAL NUMBERS</u></b> |
|---------------------------|--------------------------------|------------------------------|
| BACKUP.UNET               | 1,886,934                      | 74/099,238                   |
| GLADIATOR                 | 2,137,650                      | 74/704,283                   |
| GLADIATOR ESS             |                                | 75/325,021                   |
| LANAGER                   | 1,764,143                      | 74/208,201                   |
| MIBULATOR                 | 1,715,137                      | 74/136,293                   |
| MTI OASIS                 | 1,998,639                      | 74/457,199                   |
| MTI STORAGEWARE           |                                | 74/547,105                   |
| MTI & DESIGN              |                                | 74/432,298                   |
| RAIDMANAGER               |                                | 75/299,659                   |
| STINGRAY                  | 1,965,019                      | 74/542,945                   |
| STORAGE EVERYWHERE        |                                | 74/728,134                   |
| TAPECONTROL               | 1,791,105                      | 74/359,498                   |
| TAPECONVERT               | 1,791,106                      | 74/359,500                   |
| UBACKUP                   | 1,474,835                      | 73/666,895                   |
| UIS-AUTOSTOR              | 1,900,399                      | 74/413,675                   |

# INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement is entered into as of July 22, 1998 by and between SILICON VALLEY BANK ("Silicon"), GENERAL ELECTRIC CAPITAL CORPORATION ("GE Capital") and MTI TECHNOLOGY CORPORATION ("Grantor"). (Silicon and GE Capital are referred to herein collectively as "Lender".)

## RECITALS

A. Lender has agreed to make certain advances of money and to extend certain financial accommodation to Grantor (the "Loans") in the amounts and manner set forth in that certain Loan and Security Agreement by and between Lender and Grantor dated of even date herewith (as the same may be amended, modified or supplemented from time to time, the "Loan Agreement"). (Capitalized terms used herein are used as defined in the Loan Agreement). Lender is willing to make the Loans to Grantor, but only upon the condition, among others, that Grantor shall grant to Lender a security interest in certain Copyrights, Trademarks, Patents, and Mask Works to secure the obligations of Grantor under the Loan Agreement.

B. Pursuant to the terms of the Loan Agreement, Grantor has granted to Lender a security interest in all of Grantor's right, title and interest, whether presently existing or hereafter acquired, in, to and under all of the Collateral.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, as collateral security for the prompt and complete payment when due of its obligations under the Loan Agreement, Grantor hereby represents, warrants, covenants and agrees as follows:

## AGREEMENT

To secure its obligations under the Loan Agreement, Grantor grants and pledges to Lender a security interest in all of Grantor's right, title and interest in, to and under its Intellectual Property Collateral (including without limitation those Copyrights, Patents, Trademarks and Mask Works listed on Schedules A, B, C, and D hereto), and including without limitation all proceeds thereof (such as, by way of example but not by way of limitation, license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements, all rights corresponding thereto throughout the world and all re-issues, divisions continuations, renewals, extensions and continuations-in-part thereof.

This security interest is granted in conjunction with the security interest granted to Lender under the Loan Agreement. The rights and remedies of Lender with respect to the security interest granted hereby are in addition to those set forth in the Loan Agreement and the other Loan Documents, and those which are now or hereafter available to Lender as a matter of law or equity. Each right, power and remedy of Lender provided for herein or in the Loan Agreement or any of the Loan Documents, or now or hereafter existing at law or in equity shall be cumulative and concurrent and shall be in addition to every right, power or remedy provided for herein and the exercise by Lender of any one or more of the rights, powers or remedies provided for in this Intellectual Property Security Agreement, the Loan Agreement or any of the other Loan Documents, or now or hereafter existing at law or in equity, shall not preclude the simultaneous or later exercise by any person, including Lender, of any or all other rights, powers or remedies.

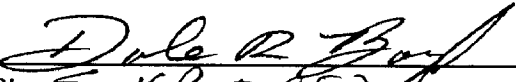
IN WITNESS WHEREOF, the parties have cause this Intellectual Property Security Agreement to be duly executed by its officers thereunto duly authorized as of the first date written above.

Address of Grantor:

4905 E. La Palma Avenue  
Anaheim, California 92807  
Attn: Mr. Frank Yoshino

GRANTOR:

MTI TECHNOLOGY CORPORATION

By:   
Title: Sec. V.P. & CFO

Silicon:

Address of Lender:

18872 MacArthur Boulevard Suite 100  
Irvine, California 92715  
Attn: Mr. Rick Shuttleworth

SILICON VALLEY BANK

By:   
Title: Vice President

GE Capital:

Address of Lender:

350 South Beverly Drive, Suite 200  
Beverly Hills, California 90212  
Attn: Mr. Timothy J. Rafanello,  
Account Manager (MTI Technology)

GENERAL ELECTRIC CAPITAL  
CORPORATION

By:   
Title: Duly Authorized Signatory

EXHIBIT A

Copyrights

Description

Registration/  
Application  
Number

Registration/  
Application  
Date

EXHIBIT D

Mask Works

Description

Registration/  
Application  
Number

Registration/  
Application  
Date

# ◆ MTT TECHNOLOGY CORPORATION ◆

## ◆ TRADEMARK STATUS REPORT ◆



◆ JULY 23, 1998 ◆

(MORRISON & FOERSTER LLP CLIENT NO. 21415)

| MOFO<br>Mark No. | Mark<br>Application Serial/Reg. No.<br>(Date Filed/Registered)  | Country | Int'l<br>Class(es) | Goods/Services  | Status     | Notes   |
|------------------|---|---------|--------------------|---|------------|---|
| 2401940          | BACKUPUNET<br>Ser. No. 74/099,238<br>Reg. No. 1,886,934<br>(Filed September 21, 1990<br>Reg. April 4, 1995) | U.S.    | 9                  | Computer utility software for<br>network backup and restoration in<br>International Class 9 | Registered | Section 8 & 13 Declarations due April 4, 2001;<br>Renew: Registration April 5, 2005;<br>Use Application:<br>Date of first use anywhere: February 15, 1989;<br>Date of first use in commerce: February 15, 1989;<br>Original Applicant: Unitech Software, Inc. (DE);<br>Rights transferred from Unitech Software, Inc. (DE) to<br>Systems Center, Inc. (DE), recorded July 31, 1992<br>(Rec./Frame 088607000);<br>Rights transferred from SCI Merger Corporation (DE) to<br>Unitech Software, Inc. (DE), recorded August 6, 1992<br>(Rec./Frame 089700011);<br>Rights transferred from Systems Center, Inc. (DE) to<br>Unitech/Raxco, Inc. (DE), recorded December 8, 1992<br>(Rec./Frame 09180646);<br>Rights transferred from SCI Merger Corporation (DE) to<br>Unitech Software Corporation. (DE), recorded January 27,<br>1993 (Rec./Frame 09290475);<br>Rights transferred from Unitech/Raxco, Inc. (DE) to MTT<br>Technology Corporation (DE), recorded February 24, 1995<br>(Rec./Frame 12970137) |



| MOFO Matter No. | Mark Application Serial/Reg. No. (Date Filed/Registered)  | Country | Int'l Class(es) | Goods/Services  | Status     | Notes   |
|-----------------|---|---------|-----------------|---|------------|---|
| 24028.00        | GLADIATOR<br>Ser. No. 74/704,283<br>Reg. No. 2,137,650<br>(Filed July 21, 1995<br>Reg. February 17, 1998)                                       | U.S.    | 9               | Computer hardware, namely, fault tolerant storage devices in International Class 9                          | Registered | Section 8 & 15 Declarations due February 17, 2004;<br>Renew Registration February 17, 2008;<br>ITU Application;<br>Date of first use anywhere: April 2, 1997;<br>Date of first use in commerce: April 2, 1997;<br>Original Applicant: MTT Technology Corporation (DE)   |
| 24028.00        | GLADIATOR ESS<br>Ser. No. 75/325,021<br>(Filed July 10, 1997)   | U.S.    | 9               | Computer hardware, namely, fault tolerant storage devices in International Class 9                          | Pending    | Published for opposition June 30, 1998<br>Opposition period ends July 30, 1998;<br>Examiner's Amendment issued March 23, 1998;<br>Use Application;<br>Date of first use anywhere: April 2, 1997;<br>Date of first use in commerce: April 2, 1997;<br>Other Applications/Registrations claimed: Reg. No. 2,137,650 (GLADIATOR);<br>Original Applicant: MTT Technology Corporation (DE)                                       |
| 24005.01        | LANAGER<br>Ser. No. 74/208,201<br>Reg. No. 1,764,143<br>(Filed September 30, 1991<br>Reg. April 13, 1993)                                       | U.S.    | 9               | Computer programs and hardware for management of local area networks in International Class 9               | Registered | Section 8 & 15 Declarations due April 13, 1999;<br>Use Application<br>Date of first use anywhere: March 1988;<br>Date of first use in commerce: March 1988;<br>Original Applicant: Micro Technology Corporation (CA);<br>Rights transferred from Micro Technology Corporation (CA) to MTT Technology Corporation (DE), recorded May 8, 1995 (Reel/Frame 1353/0060)  |
| 24009.00        | MIBULATOR<br>(Stylized)<br><b>MIBULATOR</b><br>Ser. No. 74/136,293<br>Reg. No. 1,715,137<br>(Filed February 4, 1991<br>Reg. September 15, 1992) | U.S.    | 9               | Computer programs and hardware for monitoring the operation of local area networks in International Class 9 | Registered | Section 8 & 15 Declarations due September 15, 1998;<br>Renew Registration September 15, 2002;<br>Use Application;<br>Date of first use anywhere: August 13, 1990;<br>Date of first use in commerce: August 13, 1990;<br>Original Applicant: Micro Technology Corporation (CA);<br>Rights transferred from Micro Technology Corporation (CA) to MTT Technology Corporation (DE), recorded May 8, 1995 (Reel/Frame 1353/0060) |

| MoFo<br>Master No. | Mark<br>Application Serial/Reg. No.<br>(Date Filed/Registered)   | Country | Int'l<br>Class(es) | Goods/Services   | Status     | Notes  |
|--------------------|--|---------|--------------------|--|------------|--|
| 24026.40           | <br>MT<br>and Design<br>Ser. No. 02-064973<br>Reg. No. 2547824<br>(Filed December 31, 1992<br>Reg. June 30, 1993<br>Reg. Effect. December 31, 1992) | Japan   | Local<br>Class 11  | Computers [central processing units and peripherals (including electronic circuitry, magnetic discs and magnetic tapes in which computer programs are memorized)], and all other goods in Local Class 11 | Registered | Renew Registration June 30, 2003   |
| 24017.00           | MTI OASIS<br>Ser. No. 74/457,199<br>Reg. No. 1,998,639<br>(Filed July 8, 1994<br>Reg. September 3, 1996)   | U.S.    | 9                  | Computer software, namely cross platform data, media, archive and backup, management software in International Class 9   | Registered | Section 8 & 15 Declarations due September 3, 2002;<br>Renew Registration September 3, 2005;<br>ITU Application;<br>Date of first use anywhere: August 1994;<br>Date of first use in commerce: August 1993<br>Original Applicant: MTI Technology Corporation (DE) |
| 24016.00           | MTI STORAGEWARE<br>Ser. No. 74/547,105<br>(Filed July 8, 1994)   | U.S.    | 9                  | Computer hardware, namely, modular, fault tolerant, storage housing and component parts, all for use in cross platform heterogeneous computing environments in International Class 9                     | Pending    | Published for opposition November 28, 1995;<br>Opposition filed: OPPOSITION DISMISSED<br>ITU Application;<br>Disclaimers: "STORAGEWARE";<br>Original Applicant: MTI Technology Corporation (DE)  |
| 24001.00           | <br>MTI<br>and Design<br>Ser. No. 74/432,298<br>(Filed September 3, 1993)   | U.S.    | 9                  | Computer hardware, namely, disk controller, disk subsystems comprising controller boards and disk drives in International Class 9  | Pending    | Published for opposition April 26, 1994;<br>Opposition filed: OPPOSITION DISMISSED<br>Use Application;<br>Date of first use anywhere: February 15, 1993;<br>Date of first use in commerce: February 15, 1993   |

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| MoFo Matter No. | Mark Application Serial/Reg. No. (Date Filed/Registered)   | Country | Int'l Class(es) | Goods/Services  | Status                             | Notes   |
|-----------------|--|---------|-----------------|---|------------------------------------|---|
| 24027.00        | <b>RAIDMANAGER</b><br>Ser. No. 75/299,659<br>(Filed May 28, 1997)  | U.S.    | 9               | Computer software, namely, a graphical user interface for data storage management in International Class 9  | Pending                            | Office Action issued January 8, 1998;<br>Office Action response filed July, 1998<br>Use Application;<br>Date of first use anywhere: November 15, 1995;<br>Date of first use in commerce: November 15, 1995;<br>Original Applicant: MTI Technology Corporation (DE)  |
| 24015.00        | <b>STINGRAY</b><br>Ser. No. 74/542,945<br>Reg. No. 1,965,019<br>(Filed June 27, 1994<br>Reg. April 2, 1996)          | U.S.    | 9               | Computer hardware, namely, disk array and SCSI channel card for storage in International Class 9  | Registered                         | Section 8 & 15 Declaration due April 2, 2002;<br>Renew Registration April 2, 2006;<br>Use Application;<br>Date of first use anywhere: July 1992;<br>Date of first use in commerce: July 1992;<br>Original Applicant: MTI Technology Corporation (DE)  |
| 24024.00        | <b>STORAGE EVERYWHERE</b><br>Ser. No. 74/728,134<br>(Filed September 12, 1995)                                       | U.S.    | 9 and 42        | Computer hardware for mass data storage and computer software for mass data storage in International Class 9;<br>Computer consultation services in International Class 42 | Pending                            | Statement of Use or THIRD Extension due October 15, 1998;<br>SECOND Extension accepted May 7, 1998;<br>Notice of Allowance issued April 15, 1997;<br>Published for opposition January 21, 1997;<br>Original Applicant: MTI Technology Corporation (DE)  |
| 24022.00        | <b>TAPECONTROL</b><br>Ser. No. 74/339,498<br>Reg. No. 1,791,105<br>(Filed February 16, 1993<br>Reg. August 31, 1993) | U.S.    | 9               | Computer utility programs for use in the field of data systems management and user's manuals therefor in International Class 9  | Registered (Supplemental Register) | Section 8 & 15 Declarations due August 31, 1999;<br>Renew Registration August 31, 2003;<br>Use Application;<br>Date of first use anywhere: April 16, 1990;<br>Date of first use in commerce: April 16, 1990;<br>Original Applicant: Raxco, Inc. (DE);<br>Rights transferred from Raxco, Inc. (DE) to MTI Technology Corporation (DE), recorded February 24, 1995 (Recd/Franchise 1297/0132) |
| 24022.40        | <b>TAPECONTROL</b><br>App. No. 693,597<br>Reg. No. TM4436,099<br>(Filed November 14, 1991<br>Reg. November 25, 1994) | Canada  | N/A             | Computer utility programs and documentation therefor  | Registered                         | Renew Registration November 25, 2009;<br>Other Applications/Registrations claimed: Reg. No. TMA422,917 (TAPECONTROL);<br>Original Applicant: Raxco, Inc. (DE);<br>Rights transferred from Raxco, Inc. (DE) to MTI Technology Corporation (DE), recorded December 31, 1994 (File No. 693596)   |

| MofO Matter No. | Mark Application Serial/Reg. No. (Date Filed/Registered)   | Country | Int'l Class(es) | Goods/Services   | Status                             | Notes  |
|-----------------|--|---------|-----------------|--|------------------------------------|--|
| 24020.00        | TAPCONVERT<br>Ser. No. 74/359,500<br>Reg. No. 1,791,106<br>(Filed February 16, 1993<br>Reg. August 31, 1993) | U.S.    | 9               | Computer utility programs for use in the field of data systems management and user's manuals therefor in International Class 9 | Registered (Supplemental Register) | Section 8 & 15 Declarations due August 31, 1999;<br>Renew Registration August 31, 2003;<br>Use Application;<br>Date of first use anywhere: April 16, 1990;<br>Date of first use in commerce: April 16, 1990;<br>Original Applicant: Raxco, Inc. (DE);<br>Rights transferred from Raxco, Inc. (DE) to MTI Technology Corporation (DE), recorded February 24, 1995 (Rec./Fname 1297/0132)  |
| 24020.40        | TAPCONVERT<br>App. No. 693,596<br>Reg. No. TMA422,917<br>(Filed November 14, 1991<br>Reg. February 4, 1994)  | Canada  | N/A*            | Computer utility programs and documentation therefor   | Registered                         | Renew Registration February 4, 2009;<br>Original Applicant: Raxco, Inc. (DE);<br>Other Applications/Registrations claimed: Reg. No. TMA410,479 (TASKOMAND);<br>(Deleted from Registration October 13, 1995);<br>Rights transferred from Raxco, Inc. (DE) to MTI Technology Corporation (DE), recorded December 31, 1994 (File No. 693596)  |
| 24018.00        | UBACKUP<br>Ser. No. 73/666,895<br>Reg. No. 1,474,835<br>(Filed June 16, 1987<br>Reg. February 2, 1988)       | U.S.    | 9               | Computer programs stored on magnetic media in International Class 9  | Registered                         | Renew Registration February 2, 2008;<br>Section 8 & 15 Declarations accepted September 1, 1994;<br>Date of first use anywhere: April 1986;<br>Date of first use in commerce: April 1986;<br>Original Applicant: Unitech Software, Inc. (DE);<br>Rights transferred from Unitech Software, Inc. (DE) to Systems Center, Inc. (DE), recorded July 31, 1992 (Rec./Fname 08869700);<br>Rights transferred from SCI Merger Corporation (DE) to Unitech Software, Inc. (DE), recorded August 6, 1992 (Rec./Fname 0897/0001);<br>Rights transferred from Systems Center, Inc. (DE) to Unitech/Raxco, Inc. (DE), recorded December 8, 1992 (Rec./Fname 0918/0646);<br>Rights transferred from Unitech/Raxco, Inc. (DE) to MTI Technology Corporation (DE), recorded February 24, 1995 (Rec./Fname 1297/0137) |

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| MoFo<br>Matter No. | Mark<br>Application Serial/Reg. No.<br>(Date Filed/Registered)  | Country | Int'l<br>Class(es) | Goods/Services   | Status     | Notes  |
|--------------------|---|---------|--------------------|--|------------|--|
| 24021.00           | ULS-AUTOSTOR<br>Ser. No. 74413,675<br>Reg. No. 1,900,399<br>(Filed July 16, 1993<br>Reg. June 20, 1995) | U.S.    | 9                  | Computer utility programs for use in<br>the field of data systems<br>management in International Class 9 | Registered | Section 8 & 15 Declarations due June 20, 2001;<br>Renew Registration June 20, 2005;<br>Use Application;<br>Date of first use anywhere: May 1, 1993;<br>Date of first use in commerce: May 1, 1993;<br>Amended in Official Gazette May 21, 199;<br>(Registrant name changed from "MIT" to "MITI");<br>Original Applicant: Raxco, Inc. (DE);<br>Rights transferred from Raxco, Inc. (DE) to MIT Technology<br>Corporation (DE), recorded February 24, 1995 (Reel/Frame<br>1297/0132) |

\* Canada does not recognize the International Classification of Goods and Services

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