

05-26-1999



05-05-1999

U.S. Patent & TMO/c/TM Mail Rpt Dt. #57

101046472
RECORDATION FORM COVER SHEET
TRADEMARKS ONLY 5.5.99



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

Submission Type

- 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
Effective Date
Month Day Year
- Merger Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
4 26 99

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual General Partnership Limited Partnership 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.)
- Corporation Association
- Other

Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

05/25/1999 DMGUYEN 00000138 1750420

01 FC:481 40.00 OP
02 FC:482 125.00 OP

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

TRADEMARK
REEL: 001901 FRAME: 0573

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

800 833-9848

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.

#

7

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

#

6

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

165.00

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.

Eric M. Reuben on behalf of Fleet Bank, N.A.

ERIC M. REUBEN

4/26/99

Name of Person Signing

Signature

Date Signed

Schedule A
(Trademarks)

Title of Work	Registration Number	Application Number
Design	1,750,420	
Versyss	1,638,200	
Versyss	1,655,771	
V and Design	1,709,818	
Versyss Instant Access	1,734,504	
Versyss Quick Access		75,220,371

April 26, 1999

VERSYSS Incorporated and
Physician Computer Network, Inc.
1200 The American Road
Morris Plains, New Jersey 07950

and

Holbrook Systems, Inc.
30 Blue Sky Drive
Westfield, Massachusetts 01085

Re: Collateral

Gentlemen:

Reference is made to the Guarantee and Collateral Agreement made by Physician Computer Network, Inc. ("PCN") and certain of its subsidiaries, including, without limitation, VERSYSS Incorporated ("VERSYSS"), in favor of Fleet Bank, N.A., as administrative agent for the several lenders and financial institutions (in such capacity, the "Administrative Agent"), dated as of September 10, 1997 (the "Collateral Agreement"). Pursuant to Collateral Agreement, VERSYSS and PCN granted to the Administrative Agent a lien on and security interest in all of their assets, including, without limitation, all of VERSYSS' and PCN's right, title and interest in and to the assets used in the commercial business to be sold in accordance with the terms of the Asset Purchase Agreement (the "Asset Purchase Agreement"), attached hereto and made a part hereof (the "Assets").

By this letter, the Administrative Agent hereby agrees, acknowledges and confirms that, effective as of the date hereof, the Administrative Agent is releasing and does release any and all liens on and security interest in the Assets and any rights that the Administrative Agent has or may have in and to the Assets under and pursuant to the Collateral Agreement are hereby terminated. Notwithstanding anything to the contrary contained herein, the Administrative Agent does not release any lien on or security interest in the Retained Assets (as defined in the Asset Purchase Agreement) or to any of the Assets referred to in Sections 1.7 and 1.8 of the Asset Purchase Agreement to the extent of PCN's and VERSYSS' retained ownership interest therein.

Strictly for the purposes of filing this letter with the U.S. Department of Commerce Patent and Trademark Office and the United States Copyright Office, the

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REEL: 001901 FRAME: 0576

Administrative Agent hereby acknowledges the release of its lien on and security interest in the intellectual property set forth on Schedule A attached hereto and the partial release of its lien on and security interest in the intellectual property set forth on Schedule B attached hereto, in the manner set forth on said Schedule B.

The Administrative Agent further agrees to execute and deliver to VERSYSS and PCN or their designee any and all documents, instruments or agreements necessary to evidence this release, including, but not limited to, UCC-3 Termination Statements.

Fleet Bank, N.A., as Administrative Agent

By: Donald R. Nicholson

Its: SVP

SCHEDULE A

All source-codes, object-codes, manuals and other documentation for the following products:

VERSYSS Materials Management System (VMMS) - releases 3.3.x, 4.1.x, 4.2.x, 4.3.x, 5.0.x, 5.1.x, 5.2.x, 5.3.x, 6.0.x, 6.1.x, 6.2.x, and 6.3.x (currently in development).

VERSYSS Construction Management System (VCMS) - releases CASE, 1.5.x, 1.6.x, 1.7.x, 1.8.x, 1.9.x, 2.0.x, 2.1.x, 2.2.x, and 2.3.x (currently in development).

VERSYSS Fuel Oil Management System (FOMS) - releases Chain, 4.x.x, 5.x.x, 6.0.x, 6.1.x, and 6.2.x (currently in development).

VERSYSS Transportation Management System (VTMS) - releases 4.x.x, 5.0.x, and 5.1.x (currently in development).

VERSYSS Government Management System (VGMS) - releases 1.x.x, 2.0.x, and 2.1.x (currently in development).

VERSYSS Financial Management System (VFMS) - releases 1.1.x, 1.2.x, 1.3.x, 1.4.x, and 1.5.x (currently in development).

VERSYSS Wholesale Management System (VWMS) - releases 4.0.x, 4.1.x (currently in development).

VERSYSS Lumber System (LBR) - releases 5.0.x and Y2K version (developed by Arizona VAR).

Additional documentation includes:

- Project Release specification books for the above referenced products
- Source Listings of application releases for the above referenced products
- CADOL Development under UNIX manuals
- VERSYSS Development Programming Services manuals
- Custom documentation, files and source-code
- Custom modification documentation

THE ASSIGNORS ARE ASSIGNING TO THE ASSIGNEE A JOINT OWNERSHIP INTEREST WITH THE ASSIGNORS (OF WHICH THE ASSIGNORS' RETAINED INTEREST IS SUBJECT TO SECURITY INTERESTS GRANTED TO THIRD PARTIES BY THE ASSIGNORS) IN THE FOLLOWING INTELLECTUAL PROPERTY:

Trademarks

VERSYSS Quick Access (VQA)
VERSYSS Commercial Intelligence Runtime (VCIR)
Versyss Instant Access

Software (Copyrights)

CADOL programming language (right to use)
Bug Tracking System (source/object/data)
Enhancement Tracking System (source/object/data)
Time Tracking System (source/object/data)
Corporate Customer Maintenance System (source/object/data)
Branch Management System (BMS) (source/object/data)
Auto Update (source/object)
Auto Install (source/object)
VAE-Utilities (source/object)
Modem scripts (source/object)
CADOL Development under UNIX scripts
Run Time System (as a part of XRTS)
XRTS
PCN Application Software License Manager