

08-03-1999

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

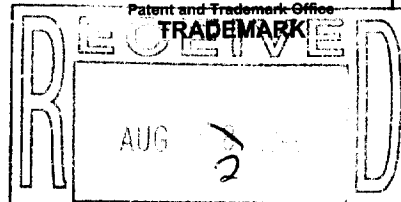


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U.S. Department of Commerce

Patent and Trademark Office

TRADEMARK



RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

Submission Type **8-2-99**

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

Merger Change of Name

Other _____

Effective Date
Month Day Year

Conveying Party Mark if additional names of conveying parties attached

Name PAVILION TECHNOLOGIES, INC. Execution Date 07 23 99
Month Day Year

Formerly _____

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Texas

Receiving Party Mark if additional names of receiving parties attached

Name SILICON VALLEY BANK

DBA/AKA/TA _____

Composed of _____

Address (line 1) 3003 Tasman Drive

Address (line 2) _____

Address (line 3) Santa Clara CA 95054
City State/Country Zip Code

Individual General Partnership Limited Partnership Corporation Association

Other state chartered California bank

Citizenship/State of Incorporation/Organization California

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.)

08/03/1999 NTHAI1 00000118 071892 75477366
01 FC:481 40.00 CH
02 FC:482 325.00 CH

FOR OFFICE USE ONLY

365E

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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: 001937 FRAME: 0716

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

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.

#

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" value="75/477,366"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,138,648"/>	<input type="text" value="2,166,667"/>	<input type="text" value="2,204,891"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,233,275"/>	<input type="text" value="2,212,218"/>	<input type="text" value="2,039,892"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,146,200"/>	<input type="text" value="2,223,342"/>	<input type="text" value="2,185,445"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

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:

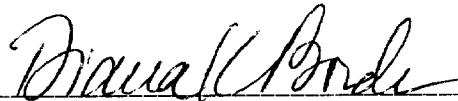
Yes

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.

Diana K. Borden



July 28, 1999

Name of Person Signing

Signature

Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

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

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional 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)
City State/Country Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Mark if additional numbers attached

Trademark Application Number(s)

Registration Number(s)

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1,941,632	1,949,520	1,941,500
2,181,938	<input type="text"/>	<input type="text"/>
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INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement dated July 23, 1999 is between SILICON VALLEY BANK ("Bank") whose address is 3003 Tasman Drive, Santa Clara, California 95054, and PAVILION TECHNOLOGIES, INC. ("Grantor").

RECITALS

A. Bank will make advances to Grantor ("Loans") as described in the Amended and Restated Loan and Security Agreement (the "Loan Agreement"), but only if Grantor grants Bank a security interest in its Copyrights, Trademarks, Patents, and Mask Works.

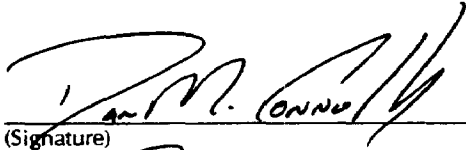
B. Grantor has granted Bank a security interest in all of its right, title and interest, presently existing or later acquired to all the Collateral.

AGREEMENT

Grantor grants Bank a security interest in all of its right, title and interest in its Intellectual Property Collateral (such as the Copyrights, Patents, Trademarks and Mask Works listed on Schedules A, B, C, and D), and all proceeds (such as license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements rights throughout the world and all re-issues, divisions continuations, renewals, extensions and continuations-in-part.

This security interest is granted in conjunction with the security interest granted under the Loan Agreement. Bank=s rights and remedies in the security interest are in addition to those in the Loan Agreement and the other Loan Documents, and those available in law or equity. Bank=s rights powers and interests are cumulative with every right, power or remedy provided here. Bank=s exercise its rights, powers or remedies in this Agreement, the Loan Agreement or any other Loan Document, does not preclude the simultaneous or later exercise of any or all other right, power or remedy.

SILICON VALLEY BANK


(Signature)
VICE PRESIDENT
(Title)

GRANTOR:

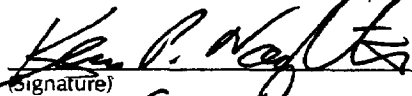
PAVILION TECHNOLOGIES, INC.

(Signature)
CEO/COO
(Title)

EXHIBIT A

Copyrights

Description

Registration/
Application
Number

Registration/
Application
Date

NONE.

SCHEDULE B

PATENTS

Pavilion Technologies, Inc.

U.S. Patent Title	Patent #	Issue Date
Residual Activation Neural Network	5,353,207	10/04/1994
Residual Activation Neural Network	5,559,690	09/24/1996
Residual Activation Neural Network	5,859,773	01/12/1999
Method and Apparatus for Operating a Neural Network with Missing and/or Incomplete Data	5,613,041	03/18/1997
Method and Apparatus for Operating a Neural Network with Missing and/or Incomplete Data	5,729,661	03/17/1998
Method and Apparatus for Operating a Neural Network with Missing and/or Incomplete Data	5,479,573	12/26/1995
Method and Apparatus for Operating a Neural Network with Missing and/or Incomplete Data	5,819,006	10/06/1998
Method and Apparatus for Operating a Neural Network with Missing and/or Incomplete Data	5,842,189	11/24/1998
Method and Apparatus for Analyzing a Neural Network	5,781,432	07/14/1998
Method and Apparatus for Analyzing a Neural Network	5,825,646	10/20/1998
Method and Apparatus for Automatically Constructing a Data Flow Architecture	5,768,475	06/16/1998

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SCHEDULE C

TRADEMARKS

Pavilion Technologies, Inc.

Mark	Registration Number	Registration Date
DATA INSIGHTS	2,138,648	2/24/98
ONLINE TRANSFORM PROCESSOR	2,166,667	6/16/98
PAVILION	2,204,891	11/24/98
PAVILION - TURNING YOUR DATA INTO GOLD	2,233,275	3/23/99
PAVILION DATA INTERFACE	2,212,218	12/22/98
POWER INSIGHTS SUITE	75/477,366	4/30/98
PROCESS INSIGHTS	2,039,892	2/25/97
PROCESS PERFECTER	2,146,200	3/24/98
SENSOR VALIDATOR	2,223,342	2/9/99
SIMULATION INSIGHTS	2,185,445	9/1/98
SOFT CEM	1,941,632	12/12/95
SOFT SENSOR	1,949,520	1/16/96
SOFT SENSOR INSIGHTS	2,181,938	8/18/98
SOFTWARE CEM	1,941,500	12/12/95

EXHIBIT D

Mask Works

Description

Registration/
Application
Number

Registration/
Application
Date

NONE.