FORM PTO-1618A
Expires 06/30/99
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10-08-1999

101165507

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

HEET

OCT 5

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

Submission Type

- [x] New
- [ ] Resubmission (Non-Recordation) Document ID#
- [ ] Correction of PTO Error
  Reel # Frame #
- [ ] Corrective Document
  Reel # Frame #

Conveyance Type

- [ ] Assignment
- [ ] License
- [ ] Security
- [ ] Nunc Pro Tunc Assignment

Effective Date Month Day Year 7/29/98

- [ ] Merger
- [ ] Change of Name
- [x] Other Notice of Grant of Security Interest

MED 10-5-99

Conveying Party [ ] **Mark if additional names of conveying parties attached**

Name: PRGRS, Inc.

Execution Date Month Day Year 7/29/98

Formerly:

- [ ] Individual
- [ ] General Partnership
- [ ] Limited Partnership
- [x] Corporation
- [ ] Association
- [ ] Other
- [x] Citizenship/State of Incorporation/Organization: Delaware

Receiving Party [ ] **Mark if additional names of receiving parties attached**

Name: Bank of America, N.A., as Agent

DBA/AKA/TA: formerly NationsBank, N.A.

Composed of:

Address (line 1): 101 North Tryon Street

Address (line 2): 15th Floor

Address (line 3): Charlotte (City) NC (State/Country) 28255 (Zip Code)

- [ ] Individual
- [ ] General Partnership
- [ ] Limited Partnership
- [ ] Corporation
- [ ] Association
- [x] Other National Banking Association
- [ ] Citizenship/State of Incorporation/Organization

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.)

10/07/1999 DNGUYEN 00000060 75492948

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 75.00 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

DUR1\RTC\INTP\242466_1

Domestic Representative Name and Address

Enter for the first Receiving Party Only.

Name: N/A

Address (line 1):

Address (line 2):

Address (line 3):

Address (line 4):

Correspondent Name and Address

Area Code and Telephone Number: (919) 286-8000

Name: Mark H. Webbink

Address (line 1): Moore & Van Allen, PLLC

Address (line 2): 2200 West Main Street

Address (line 3): Suite 800

Address (line 4): Durham, NC 27705-4658

Pages Enter the total number of pages of the attached conveyance document including any attachments. # 8

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)		
75/492,948			1,985,885		
			1,764,276		
			1,544,813		

Number of Properties Enter the total number of properties involved. # 4

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): $ 115.00

Method of Payment: Enclosed ☒ Deposit Account ☒
Deposit Account (any deficiency)
(Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: # 13-4365
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.

Mark H. Webbink — Name of Person Signing

Signature

10/1/99 — Date Signed

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 July 29, 1998 (as amended or modified, the "Security Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A. (formerly NationsBank, N.A.), as Agent (the "Agent") for the Lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Agent for the ratable benefit of the Lenders:

TRADEMARKS

Trademark No.	Description of Trademark Item	Date of Trademark

SEE SCHEDULE A ATTACHED HERETO

Trademark Applications

Trademark Applications No.	Description of Trademark Applied For	Date of Trademark Applications

SEE SCHEDULE A ATTACHED HERETO

The Obligors and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and 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 or trademark application.

Very truly yours,

PRGRS, Inc., a Delaware corporation

By: Scott L Colabuono
Name: SCOTT L. COLABUONO
Title: EVP / CFO

Acknowledged and Accepted:

BANK OF AMERICA, N.A. (formerly NationsBank, N.A.), as Agent

By:_____
Name:_____
Title:_____

TRADEMARK
REEL: 001971 FRAME: 0810

The Obligors and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and 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 or trademark application.

Very truly yours,

PRGRS, Inc., a Delaware corporation

By:_____
Name:_____
Title:_____

Acknowledged and Accepted:

BANK OF AMERICA, N.A. (formerly NationsBank, N.A.), as Agent

By:_____
Name: J. W. BLAND
Title: SR. VICE PRESIDENT

TRADEMARK
REEL: 001971 FRAME: 0811

SCHEDULE A

PRGRS, Inc.
(Delaware Corporation)

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
PAYTECH	1,985,885	7/9/96
RECAP EXPRESS and Design	1,764,276	4/13/93
PAYTECH (Stylized)	1,544,813	6/20/89

Pending Applications

Mark	Serial No.	Filing Date
THE STRONGEST LINK BETWEEN SUPPLIER INVOICES AND LOWER COST	75-492,948	5/29/98

RECORDED: 10/01/1999

TRADEMARK
REEL: 001971 FRAME: 0812