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Patent and Trademark Office



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NRD 12.22.99

To the Honorable Commissioner of Pat

Attached original documents or copy hereof

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1999 DEC 22 11:00
OP/FINANCE

1. Name of conveying party(ies):

MARKET TOOLS, INC.

- 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
- Merger
- Change of Name

Execution Date: 11/19/99

2. Name and address of receiving party(ies)

Name: SILICON VALLEY BANK
 Internal Address: ATTN: LOAN DOC GROUP
 Street Address: 3003 TASMAN DRIVE
 City: SANTA CLARA State: CA ZIP: 95054

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

See Exhibit "C" attached

B. Trademark Registration No.(s)

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: ATTN: LOAN DOC GROUP
 NC # 816
 Street Address: 3003 TASMAN DRIVE
 City: SANTA CLARA State: CA ZIP: 95054

6. Total number of applications and registrations involved: 10

7. Total fee (37 CFR 3.41).....\$ 265
 Enclosed #8165
 Authorized to be charged to deposit account

8. Deposit account number:

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

01 FC:481
02 FC:482

40.00 OP
225.00 OP

DO NOT USE THIS SPACE

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.

Jacquelyn Le

Name of Person Signing

Signature

Date 12/7/99

Total number of pages including cover sheet, attachments, and document: 5

Exhibit "D" attached to that certain Addendum to Intellectual Property Security Agreement dated November 19, 1999.

EXHIBIT "D"
SERVICE MARKS

TRADEMARK DESCRIPTION	COUNTRY	SERIAL NO.	REG NO.	STATUS
EPANELS	United States	75/820,917	N/A	Pending
ESAMPLE	United States	75/820,914	N/A	Pending
ESURVEYS	United States	75/820,916	N/A	Pending
MARKETTOOLS	European Community	01267723	N/A	Pending
MARKETTOOLS	United States	75/637,491	N/A	Pending
MARKETTOOLS.COM	United States	75/637,461	N/A	Pending
NGAUGE	United States	75/820,915	N/A	Pending
POWERCORE	United States	75/820,918	N/A	Pending
TEN .COMMANDMENTS	United States	75/820,919	N/A	Pending
Z ZOOMERANG (& Design)	United States	75/821,186	N/A	Pending
ZOOMERANG	United States	75/821,187	N/A	Pending

ADDENDUM TO INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Addendum to Intellectual Property Security Agreement is executed pursuant to, and is an addendum to, an Intellectual Property Security Agreement, dated April 26, 1999. This Addendum to Intellectual Property Security Agreement is presented for recordation as constructive notice that **Market Tools, Inc.** ("Assignor"), with its principal office at 2330 Marinship Way, Sausalito, Ca 94965, the owner of the intellectual property identified in the exhibits attached hereto, has granted to SILICON VALLEY BANK ("Assignee"), with its principal office at 3003 Tasman Drive, Santa Clara, CA 95054, a security interest in the intellectual property, and the exclusive rights comprised in the intellectual property, to secure payment of a debt.

IN WITNESS WHEREOF, Assignor has executed this Addendum to Intellectual Property Security Agreement as of November 19, 1999.

MARKET TOOLS, INC.

By: Mark S. Thompson
Name: Mark S. Thompson
Title: CFO

EXHIBIT "A"
COPYRIGHTS

SCHEDULE A - ISSUED COPYRIGHTS

<u>COPYRIGHT DESCRIPTION</u>	<u>REGISTRATION NUMBER</u>	<u>DATE OF ISSUANCE</u>
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SCHEDULE B - PENDING COPYRIGHT APPLICATIONS

<u>COPYRIGHT DESCRIPTION</u>	<u>APPLICATION NUMBER</u>	<u>DATE OF FILING</u>	<u>DATE OF CREATION</u>	<u>FIRST DATE OF PUBLIC DISTRIBUTION</u>
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SCHEDULE C - UNREGISTERED COPYRIGHTS (Where No Copyright Application is Pending)

<u>DESCRIPTION</u>	<u>CREATION</u>	<u>DISTRIBUTION FROM ASSIGNOR</u>	<u>ASSIGNOR</u>
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EXHIBIT "B"
PATENTS

DESCRIPTION	Registration/ Application NUMBER	Registration/ Application DATE
Survey Communication Across A Network	09/050,331	3/30/98
System And Method For Creating And Deploying Web-Based Surveys Using Web Content Objects That Are Stored In A Database	09/410,845	10/1/99
System And Method For Remotely Creating And Deploying Web-Based Surveys	60/157,264	10/1/99