

MRD 12-23-99

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

01-24-2000

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

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**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

OPR/FINANCE

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

Name **jeTECH Data Systems, Inc.**

Execution Date
Month Day Year

12171999

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association

Other

Citizenship/State of Incorporation/Organization

California

Receiving Party

Mark if additional names of receiving parties attached

Name **MMC/GATX Partnership No. 1**

DBA/AKA/TA

Composed of

Address (line 1) **c/o Meier Mitchell & Company**

Address (line 2) **Four Orinda Way, Suite 200-B**

Address (line 3) **Orinda**
City

California
State/Country

94563
Zip Code

- Individual
- General Partnership
- Limited Partnership

Corporation

Association

Other

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.)

FOR OFFICE USE ONLY

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40.00 CH
125.00 CH

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Mail documents to be recorded with required cover sheet(s) information to:

TRADEMARK
REEL: 002011 FRAME: 0044

FORM PTO-1618B

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U.S. Department of Commerce
Patent and Trademark Office

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TRADEMARK

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

(650) 493-9300

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="75675532"/>	<input type="text" value="75675543"/>	<input type="text" value="75675544"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75675545"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
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Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Deposit Account

Enclosed 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.

John Mao, Esq.

Name of Person Signing


Signature

12-22-99

Date Signed

GRANT OF SECURITY INTEREST

TRADEMARKS

THIS GRANT OF SECURITY INTEREST, dated as of December 17, 1999, is executed by jeTECH DATA SYSTEMS, INC., a Delaware corporation ("Debtor"), in favor of MCC/GATX PARTNERSHIP NO. I ("Secured Party").

A. Pursuant to a Loan and Security Agreement dated as of December 17, 1999 (the "Agreement"), among the Debtor and the Secured Party, the Secured Party has agreed to extend certain credit facilities to Debtor upon terms and subject to the conditions set forth therein.

B. Debtor has adopted, used and is using the trademarks, more particularly described on Schedules 1-A and 1-B annexed hereto as part hereof, which trademarks are registered or subject to an application for registration in the United States Patent and Trademark Office (collectively, the "Trademarks");

C. Debtor hereby grants to Secured Party a security interest in all right, title and interest of Debtor in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the customer lists and records related to the Trademarks and the applications and registrations thereof (excluding all "intent to use" trademark applications), and all proceeds thereof, including any and all causes of action which may exist by reason of infringement thereof (the "Collateral"), to secure the payment, performance and observance of the Obligations, as defined in the Agreement.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Debtor does hereby further grant to Secured Party a security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations.

Debtor does hereby further acknowledge and affirm that the rights and remedies of Secured Party with respect to the security interest in the Collateral granted hereby are more fully set forth in the Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

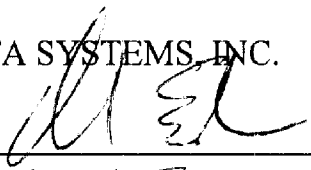
Secured Party's address is:

MMC/GATX Partnership No. I
c/o Meier Mitchell & Company
Four Orinda Way, Suite 200-B
Orinda, California 94563

IN WITNESS WHEREOF, Debtor has caused this instrument to be executed as of the day and year first written above.

jeTECH DATA SYSTEMS, INC.

By:



Name: MICHAEL EIDEL

Title: PRESIDENT & CEO

SCHEDULE 1-A TO GRANT OF SECURITY INTEREST

TRADEMARKS—U.S. ONLY

Mark	Registration Date	Registration Number
None.		

SCHEDULE 1-B TO GRANT OF SECURITY INTEREST

TRADEMARK APPLICATIONS—U.S. ONLY

Mark	Application Date	Application Number
jeTECH DATA SYSTEMS and design	11-24-99	Not available
ENTERPRISE PROJECT and design	11-24-99	Not available
Enterprise Labor	4-28-99	75/675,532
Enterprise Contractor	4-28-99	75/675,543
elabor	9-7-99	75/675,544
jeTEL	4-28-99	75/675,545