FORM PTO-1594 (Rev 5-93)

04-17-2000



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U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademark	s. Please record the attached original documents or copy thereof.	
1. Name of conveying party(ies):	2. Name and address of receiving party(ies):	
HOLOCOM NETWORKS	Name: SAND HILL CAPITAL II, L.P. Address: 3000 SAND HILL ROAD, BLDG. 2 SUITE 110	
Individual(s) citizenship:	City: MENLO PARK State: CA Zip: 94025	
Association:	Individual(s) citizenship:	
General Partnership:	Association:	
Limited Partnership:	General Partnership: Limited Partnership: Corporation - State:	
Corporation - State: CALIFORNIA		
Other:		
$Additional\ name(s)\ of\ conveying\ party(ies)\ attached?\ []\ Yes [X]\ No$	Other:	
3. Nature of Conveyance:	If assignee is not domiciled in the United States, a domestic representative designation is attached: []Yes []No	
[] Assignment [] Merger	(Designations must be a separate document from assignment)	
[X] Security Agreement [] Change of Name	Additional name(s) & address(es) attached? [] Yes [x] No	
Execution Date: January 31, 2000		
4. Application number(s) or trademark number(s):		
A. Trademark Application No.(s)	B. Trademark Registration No.(s)	
75/692,466 75/672,341		
75/567,678 75/567,677	2,137,214	
Additional numbers at	tached? [] Yes [X] No	
Name and address of party to whom correspondence concerning document should be mailed:	6 Total number of applications and registrations involved: 5	
Name: Erin O'Brien Internal Address: GRAY CARY WARE & FREIDENRICH 400 Hamilton Avenue Palo Alto, California 94301		
	7. Total fee (37 CFR 3.41) \$ 140.00	
	[] Enclosed	
	[X] Authorized to be charged to deposit account	
	8. Deposit account number: <u>07-1907</u>	
	(Attach duplicate copy of this page if paying by deposit account)	
DO NOT U	SE THIS SPACE	
9. Statement and signature.		
To the best of my knowledge and belief, the foregoing information is true	te and correct and any attached copy is a true copy of the original document.	
Erin O'Brien Villa	March 22, 2000 Date	
Name of Person Signing S	ignature Date	
U.S. Patent and Trademar 1213 Jefferson D	Total number of pages comprising cover sheet: [6] with required cover sheet information to: k Office, Office of Public Records avis Highway, 3rd Floor	
O TTON11 00000182 071907 2137214 Arling	ton, VA 22202	

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INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement is entered into as of January 31, 2000 by and between SAND HILL CAPITAL II, L.P. ("Sand Hill") and HOLOCOM NETWORKS ("Borrower").

RECITALS

Sand Hill and Borrower are parties to that certain loan agreement of even date (as amended from time to time, the "Loan Agreement"). Capitalized terms used herein have the meaning assigned in the Loan Agreement. Pursuant to the terms of the Loan Agreement, Borrower has granted to Sand Hill a security interest in the Collateral.

NOW, THEREFORE, Borrower agrees as follows:

AGREEMENT

To secure performance of its obligations under the Loan Agreement, Borrower grants to Sand Hill a security interest in all of Borrower's right, title and interest in Borrower's intellectual property (including without limitation those Copyrights, Patents and Trademarks listed on Schedules A, B and C hereto), including without limitation all proceeds thereof (such as, by way of example but not by way of limitation, license royalties and proceeds of infringement suits). This security interest is granted in conjunction with the security interest granted to Sand Hill under the Loan Agreement. Each right, power and remedy of Sand Hill provided for herein shall not preclude the simultaneous or later exercise by Sand Hill of any or all other rights, powers or remedies.

IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed as of the first date written above.

Address of Borrower:

HOLOCOM NETWORKS.

2131 Palomar Airport Road, Suite 150
Carlsbad, CA 92009

Attn: Renny E. Senn, President & CEO

Address of Sand Hill:

SAND HILL CAPITAL II, L.P.

3000 Sand Hill Road
Building 2, Suite 110
Menlo Park, CA 94025
Attn: Robert Johnson

EXHIBIT A

Copyrights

Description

Registration/
Application
Number

Registration/ Application <u>Date</u>

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TRADEMARK REEL: 002052 FRAME: 0133

EXHIBIT B

Patents

Registration/ Registration/ Application Application Description

Number Date

Variable Type Cable Management and Distribution 5831211 November 3, 1998

System

EXHIBIT C

Trademarks

Description	Serial Number	Application Date
Simplicity3	75/692,466	04/27/99
Toprunner	75/672,341	04/01/99
H and design	75/567,678	10/09/98
Holocomm	75/567,677	10/09/98
Holocomm Systems	2,137,214	02/17/98

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RECORDED: 03/23/2000

TRADEMARK REEL: 002052 FRAME: 0135