04-20-2000



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

#### RECORDATION FORM COVER SHEET

	MARKS ONLY		
	Please record the attached original document(s) or copy(ies).		
Submission Type	Conveyance Type		
x New	Assignment License		
Resubmission (Non-Recordation) Document ID #  Correction of PTO Error Reel #  Frame #	x Security Agreement Nunc Pro Tunc Assignment  Effective Date Month Day Year  02232000		
Corrective Document	Change of Name		
Reel # Frame #	Other		
Conveying Party	Mark if additional names of conveying parties attached  Execution Date Month Day Year		
Name Spike Technologies, Inc.	02232000		
Formerly			
Individual General Partnership	Limited Partnership Corporation Association		
Other			
x Citizenship/State of Incorporation/Organizat	ion Delaware		
Receiving Party x	Mark if additional names of receiving parties attached		
Name (I. 11) (I. 1) Delay TVI			
Name   Sandler Capital Partners IV, L.P.			
DBA/AKA/TA	And S		
	で		
Composed of	PA REE O		
Address (line 1) 767 Fifth Avenue			
Address (line I)	71		
Address (line 2) 45th Floor	<u> </u>		
Address (line 3) New York	NY 10153 F. S.		
City State/Country Zip Code Individual General Partnership I Limited Partnership If document to be recorded is an			
assignment and the receiving party is not domiciled in the United States, an appointment of a domestic			
Other Control of the			
x Citizenship/State of Incorporation/Organization New York			
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01 FC:481 (40.00 OP) 02 FC:482 (175.00 OP)			
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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

Commissioner of Patents and Trademarks, Box Assignments , Washington, D.C. 20231

TRADEMARK

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Domestic R	Representative Name a	nd Address Enter for the first Re	ceiving Party only.
Name			
Address (line 1)			
Address (line 2)			
Address (line 3)			
Address (line 4)			
Correspond	lent Name and Address	S Area Code and Telephone Numbe.	D- 933-9848
Name	[ Tonya Cha	pple	
Address (line 1)	clo esc		
Address (line 2)	80 state	5t.	
Address (line 3)	- ALDANG N	1 12207	
Address (line 4)			
Pages	Enter the total number of including any attachments	pages of the attached conveyance doc s.	ument # 35
Enter either the	Trademark Application Number <u>o</u>	or Registration Number(s)  the Registration Number (DO NOT ENTER BOT	· · · ·
75854191	demark Application Number 75853269	75866737 Registr	ation Number(s)
75854028		75548183	
75853268	75856816		
Number of I	Properties Enter the to	tal number of properties involved.	# * %
Fee Amoun	t Fee Amount	for Properties Listed (37 CFR 3.41):	\$ [3 5.00]
	_	losed Deposit Account	
Deposit A (Enter for p	ayment by deposit account or if ac	dditional/fees can be charged to the account.) Deposit Account Number:	#
		Authorization to charge additional fees:	Yes No
Statement a	nd Signature		
attac	he best of my knowledge and li ched copy is a true copy of the cated herein.	belief, the foregoing information is true and e original document. Charges to deposit ac	d correct and any count are authorized, as
		$\langle \langle \langle \langle \rangle \rangle \rangle$	3-26-2000
	J. Shulman of Person Signing	Signature	Date Signed

## RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

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

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 Sandler Capital Partners IV FTE, L.P.				
DBA/AKA/TA				
Composed of				
Address (line 1) 767 Fifth Avenue				
Address (line 2) 45th Floor				
Address (line 3) New York NY State/Country 10153				
Individual General Partnership X Limited Partnership  Corporation Association  State/Country  X Limited Partnership  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				
Other document from the Assignment.)				
X Citizenship/State of Incorporation/Organization New York				
Trademark Application Number(s) or Registration Number(s)  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)				

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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   Signal Equity Partners, L.P.
DBA/AKA/TA
Composed of
Address (line 1) 10 East 53rd Street
Address (fine 2)
Address (line 3) New York NY 10022
Individual General Partnership X Limited Partnership  Corporation Association  State/Country  X Limited Partnership  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
Other document from the Assignment.)
Citizenship/State of Incorporation/Organization New York
Trademark Application Number(s) or Registration Number(s)  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)
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	ip State of Incorporation/Organization			
Receiving F				
Name	Manufacturers Life Ins. Co. (U.S.A.). The			
DBA/AKA/TA	c/o MF Private Capital, Inc.			
Composed of				
Address (line 1)	45 Milk Street			
Address (line 2)	Suite 600			
Address (line 3)		02109		
Individual General Partnership Limited Partnership 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 the Assignment.)				
x Citizensh	nip/State of Incorporation/Organization Michigan			
Trademark /	Application Number(s) or Registration Number(s) Mark if addition	onal numbers attached		
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Formerly _				
Individua	General Partnership Limited Partnership Corporation	Association		
Other				
	nip State of Incorporation/Organization			
Receiving P	Party  Receiving Party  Mark if additional names of receiving parties attached			
Name	Commonwealth Capital Ventures II, L.P.			
DBA/AKA/TA				
Composed of				
Address (line 1)	20 William Street			
Address (line 2)	Suite 225			
Address (line 3)	Wellesley MA O2	Zip Ccde		
Individual General Partnership x Limited Partnership  Corporation Association  Other  Other  General Partnership x Limited Partnership  Limited Partnership x Limited Partnership  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 the Assignment.)				
x Citizensh	hip/State of Incorporation/Organization Massachusetts			
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	e Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the safemark Application Number(s)  1 Registration Number(s)			
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## RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

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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 CCV II Associates L.P.
DBA/AKA/TA
Composed of
Address (line 1) 20 William Street
Address (line 2) Suite 225
Address (line 3) Wellesley MA 02481 Zip Code
Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an
Corporation Association appointment of a domestic representative should be attached (Designation must be a separate
Other document from the Assignment.)
Citizenship/State of Incorporation/Organization Massachusetts
Trademark Application Number(s) or Registration Number(s)  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)

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Citizensh	ip State of Incorporation/Organization			
Receiving I	Party Receiving Party	Mark if additional names of rece	eiving parties attached	
Name	Wheatley Partners, L.P.			
DBA/AKA/TA				
Composed of				
Address (line 1)	80 Cutter Mill Road			
Address (line 2)	Suite 311			
Address (line 3)	Great Neck	NY State/Country		021 Zip Code
Individual General Partnership x Limited Partnership  Corporation Association  Other  General Partnership x Limited Partnership  Limited Partnership  State Partnership  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 the Assignment.)				
	hip/State of Incorporation/Organization			
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### RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

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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 Wheatley Foreign Partners, L.P.
DBA/AKA/TA c/o Wheatley Partners, L.P.
Composed of
Address (line 1) 80 Cutter Mill Road
Address (line 2) Suite 311
Address (tine 3) Great Neck NY State/Country Zip Code
Individual General Partnership X Limited Partnership  Corporation Association  Other Different Association 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 the Assignment.)
x Citizenship/State of Incorporation/Organization New York
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)

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	ate of Incorporation/Organization		
Receiving Part	y wing Party Mark if additional names of receiving parties attached		
Name W	oodland Partners		
DBA/AKA/TA			
Composed of			
Address (line 1) 68	Wheatley Road		
Address (line 2)			
Address (line 3) Br	Cookville NY State/Country 2ip Code		
Individual			
x Citizenship/St	ate of Incorporation/Organization New York		
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Individua	General Partnership Limited Partnership Corporation	Association
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Citizensh	ip State of Incorporation/Organization	
Receiving F	Party Receiving Party  Mark if additional names of receiving parties attached	
Name	Michael Asch	
DBA/AKA/TA		
Composed of		
Address (line 1)	445 Park AVenue	
Address (line 2)	6th Floor	
Address (line 3)	NEW TOLK	0022
x Individua	al General Partnership Limited Partnership If document to assignment and not domiciled in appointment of	Zip Code be recorded is an I the receiving party is I the United States, an a domestic should be attached
Other _		ust be a separate the Assignment.)
x Citizensh	nip/State of Incorporation/Organization United States	
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•	e Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the	
Trad	emark Application Number(s) Registration Number	er(s)
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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 Arthur Asch	]			
DBA/AKA/TA c/o Michael Asch				
Composed of	]			
Address (line 1) 445 Park Avenue				
Address (line 2) 6th Floor				
Address (line 3) New York NY State/Country Zip Code				
Individual General Partnership Limited Partnership  Corporation Association  Other Other Limited Partnership Limited Partnership  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 the Assignment.)				
x Citizenship/State of Incorporation/Organization United States	İ			
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)				

# RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

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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 Needham Management, Inc.
DBA/AKA/TA c/o Ron Kuzon
Composed of
Address (line 1) 445 Park Avenue
Address (line 2) 6th Floor
Address (line 3) New York NY 10022
Individual General Partnership Limited Partnership  X Corporation Association  City State/Country Zip Code  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
Other document from the Assignment.)
Citizenship/State of Incorporation/Organization New York
Trademark Application Number(s) or Registration Number(s)  Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).
Trademark Application Number(s)  1 Registration Number(s)
Trademark Application Number(3)

#### MEMORANDUM OF TRADEMARK AND SERVICE MARK SECURITY INTEREST

This Memorandum is dated as of March , 2000, between Spike Technologies, Inc., a Delaware corporation (the "Mark Owner"), having a place of business at Mill Yard Technology Park, 11 Pine Street Extension, Nashua, NH 03060, and Sandler Capital Partners IV, L.P. (the "Secured Party"), on behalf of itself and the other investors party to the Note Purchase and Security Agreement dated as of February 23, 2000, as from time to time in effect (the "Note Purchase Agreement"), among the Mark Owner, certain lenders party thereto and the Secured Party, having a place of business at 767 Fifth Avenue, 45th Floor, New York, New York 10153.

- Pursuant to the Note Purchase Agreement, the Mark Owner has granted to the Secured 1. Party a security interest in certain trade marks, service marks and applications therefor listed in Exhibit A attached hereto and made a part hereof, in the name of the Mark Owner, together with the registrations thereof and good will symbolized thereby (collectively, the "Collateral").
- 2. The Mark Owner is the exclusive owner of all rights in the Collateral, including all rights to prosecute for unconsented use and infringement thereof. The Mark Owner has the capacity to grant to the Secured Party the security interests granted under the Note Purchase Agreement.

The Mark Owner and the Secured Party have executed this Memorandum effective as of the date first above written.

Mark Owner:

SPIKE TECHNOLOGIES, INC.

Secured Party:

SANDLER CAPITAL PARTNERS IV, L.P., on behalf of the investors party to the Note Purchase Agreement referred to above

By Title: Prod A

8202831

8202831

#### SPIKE TECHNOLOGIES, INC.

TRADEMARKS				
Title	Date Filed	Serial #		
SYNCHRONOUS SPECTRAL REUSE	11/19/99	75/854191		
$S^2R$	11/19/99	75/854028		
HIGHPOINT	11/19/99	75/853268		
SIMULTANEOUS SPECTRAL REUSE	11/19/99	75/853269		
WIRELESS CONCENTRATOR	12/09/99	75/867882		
SPIKE	11/23/99	75/856816 (class 38)		
SPIKE AND DESIGN	12/08/99	75/866737 (class 9)		
SPIKE TECHNOLOGIES	09/04/98	75/548183 (class 9)		
WIRELESS ACCESS CONCENTRATOR	02/29/00	Not yet assigned		

TRADEMARK
RECORDED: 03/20/2000 REEL: 002063 FRAME: 0460