

FORM PTO-1594 (Rev. 6-93) OMB No. 0651-0011 (exp. 4/94)

RECORDATION FC TRADEMA

06-15-2000

DEPARTMENT OF COMM Patent and Trademark



101381615

its or copy thereof.

Tab settings = = = v

To the Honorable Commissioner of Patents and Trademarks: I

1. Name of conveying party(ies): CFI PROSERVICES, INC. 400 SW Sixth Avenue, Suite 200 Portland, Oregon 97204 MKD 6-14-00

- Individual(s) Association General Partnership Limited Partnership Corporation-State Oregon Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name

Other Amendment Number One to Trademark Security Agreement

Execution Date: May 12, 2000

2. Name and address of receiving party(ies) ABLECO FINANCE LLC, as collateral agent for the lender Group

Internal Address: 28th Floor Street Address: 450 Park Avenue City: New York State: NY ZIP: 10022

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other Delaware limited liability company

If assignee is not domiciled in the United States, a domestic representative design 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)

Please see attached Schedule 1.

B. Trademark Registration No.(s)

Please see attached Schedule 1.

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: BROBECK, PHLEGER & HARRISON LLP

Internal Address:

Attn: Kimberley A. Lathrop

Street Address: 550 South Hope Street

City: LOS Angeles State: CA ZIP: 90071

06/15/2000 BCDATES 00000005 75864463

01 FC:481 02 FC:482

40.00 OP 75.00 OP

DO NOT USE THIS SPACE

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41).....\$ 115.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

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

3. 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.

Kimberley A. Lathrop Name of Person Signing

Kimberley A. Lathrop Signature

June 12, 2000 Date

Total number of pages including cover sheet, attachments, and document: 8

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, Box Assignments

**1. Additional Names of Conveying Parties:**

ULTRADATA CORPORATION, a Delaware corporation;  
MECA SOFTWARE, L.L.C., a Delaware limited liability company; and  
MONEYSCAPE HOLDINGS, INC., an Oregon corporation.

**SCHEDULE 1**  
**TO AMENDMENT NUMBER ONE**  
**TRADEMARK SECURITY AGREEMENT**

**TRADEMARKS OF CFI PRO SERVICES, INC.**

<b>MARK</b>	<b>JURISDICTION</b>	<b>REGISTRATION/ APPLICATION DATE</b>	<b>REGISTRATION/ APPLICATION NO.</b>
CCTX	USA	December 2, 1999	75-864463

**TRADEMARKS OF MECA SOFTWARE L.L.C.**

<b>MARK</b>	<b>JURISDICTION</b>	<b>REGISTRATION/ APPLICATION DATE</b>	<b>REGISTRATION/ APPLICATION NO.</b>
SMARTFILL	USA	March 24, 1994	74-504666
INTELLIPORTAL	USA	January 1, 2000	75-914112

**TRADEMARKS OF CONCENTREX INCORPORATED**  
**tradename of CFI PROSERVICES, INC.**

<b>MARK</b>	<b>JURISDICTION</b>	<b>REGISTRATION/ APPLICATION DATE</b>	<b>REGISTRATION/ APPLICATION NO.</b>
CONCENTREX LOGO ("C")	USA	October 25, 1999	75-829999

**AMENDMENT NUMBER ONE TO  
TRADEMARK SECURITY AGREEMENT**

**THIS AMENDMENT NUMBER ONE TO TRADEMARK SECURITY AGREEMENT**, dated as of ~~April~~ <sup>May</sup> 12, 2000 (the "Amendment") is delivered pursuant to Section 6 of that certain Trademark Security Agreement, dated as of August 13, 1999 (the "Trademark Security Agreement"), by **CFI PROSERVICES, INC.**, an Oregon corporation ("**CFI**"), **ULTRADATA CORPORATION**, a Delaware corporation and successor by merger to UFO Acquisition Co. ("**Ultradata**"), **MECA SOFTWARE, L.L.C.**, a Delaware limited liability company ("**MECA**"), **MONEYSCAPE HOLDINGS, INC.**, an Oregon corporation ("**MSHI**"); and together with CFI, Ultradata, MECA, MSHI, and any Person that becomes an Additional Debtor hereunder, each a "Debtor" and individually and collectively, jointly and severally, "Debtors"), on the one hand and, on the other hand, **ABLECO FINANCE LLC**, a Delaware limited liability company, as collateral agent for the Lender Group (in such capacity, together with its successors, if any, in such capacity, "Collateral Agent"). Capitalized terms used herein and not otherwise defined shall have the meanings set forth in the Trademark Security Agreement, which by this reference is incorporated herein.


Debtors and Collateral Agent hereby agree that the Trademark Collateral listed on Schedule 1 attached hereto shall be and become part of the Trademark Collateral referred to in the Trademark Security Agreement and Schedule A attached thereto and shall secure all Obligations.

Each Debtor hereby: (a) reaffirms all prior grants of security interests in favor of Collateral Agent for the benefit of the Lender Group in all of such Debtor's right, title, and interest in, to, and under the Trademark Collateral identified on Schedule A to the Trademark Security Agreement prior to the effectiveness of this Amendment; (b) grants, assigns, transfers, and conveys to Collateral Agent for the benefit of the Lender Group continuing security interests in all of such Debtor's right, title, and interest in, to, and under the Trademark Collateral identified on Schedule 1 attached hereto; and (c) agrees that the Trademark Security Agreement as amended hereby is and shall remain in full force and effect.

[Signature page follows.]

IN WITNESS WHEREOF, the parties hereto have duly executed this Amendment as of the date first written above.


**CFI PROSERVICES, INC.**, an Oregon corporation

By: 

Name: Jeffrey P. Strickler

Title: VP & General Counsel

**ULTRADATA CORPORATION**, a Delaware corporation

By: 

Name: Jeffrey P. Strickler

Title: Secretary

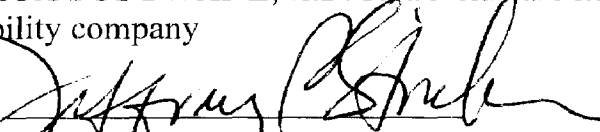
**MONEYSCAPE HOLDINGS, INC.**, an Oregon corporation

By: 

Name: Jeffrey P. Strickler

Title: Vice President

**MECA SOFTWARE, L.L.C.**, a Delaware limited liability company

By: 

Name: Jeffrey P. Strickler

Title: VP, General Counsel, and Secretary

**ABLECO FINANCE LLC, a Delaware limited liability company, as Collateral Agent**

By: 

Name: Kevin Cenda

Title: SVP + Chief Credit Officer

STATE OF Oregon )  
 ) SS  
COUNTY OF Multnomah )

On 5/12, 2000, before me, Helen A. Beckel, Notary Public, personally appeared Jeffrey P. Strickler, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Helen A. Beckel  
Signature



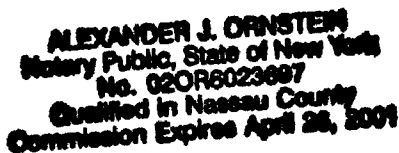
[SEAL]

STATE OF New York )  
 ) SS  
COUNTY OF New York )

On June 2, 2000, before me, Alexander J. Ornstein, Notary Public, personally appeared Kevin Genda, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Alexander J. Ornstein  
Signature



**SCHEDULE 1  
TO AMENDMENT NUMBER ONE  
TRADEMARK SECURITY AGREEMENT**

**TRADEMARKS OF CFI PRO SERVICES, INC.**

<b>MARK</b>	<b>JURISDICTION</b>	<b>REGISTRATION/ APPLICATION DATE</b>	<b>REGISTRATION/ APPLICATION NO.</b>
CCTX	USA	December 2, 1999	75-864463

**TRADEMARKS OF MECA SOFTWARE L.L.C.**

<b>MARK</b>	<b>JURISDICTION</b>	<b>REGISTRATION/ APPLICATION DATE</b>	<b>REGISTRATION/ APPLICATION NO.</b>
SMARTFILL	USA	March 24, 1994	74-504666
INTELLIPORTAL	USA	January 1, 2000	75-914112

**TRADEMARKS OF CONCENTREX INCORPORATED  
tradename of CFI PROSERVICES, INC.**

<b>MARK</b>	<b>JURISDICTION</b>	<b>REGISTRATION/ APPLICATION DATE</b>	<b>REGISTRATION/ APPLICATION NO.</b>
CONCENTREX LOGO ("C")	USA	October 25, 1999	75-829999