

06-29-2000

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



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

101392645

# RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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
- ☐ Merger
- ☐ Change of Name
- ☐ Other
- Effective Date  
Month Day Year  
 04  10  2000

## Conveying Party

☐ Mark if additional names of conveying parties attached

Execution Date  
Month Day Year  
 04  10  2000

Name  SCIENT CORPORATION

Formerly

- ☐ Individual ☐ General Partnership ☐ Limited Partnership ☐ Corporation ☐ Association
- ☐ Other
- ☒ Citizenship/State of Incorporation/Organization  DELAWARE

## Receiving Party

☐ Mark if additional names of receiving parties attached

Name  FOOTHILL CAPITAL CORPORATION

DBA/AKATA

Composed of

Address (line 1)  11111 SANTA MONICA BLVD.

Address (line 2)  SUITE 1500

Address (line 3)  LOS ANGELES

City

CALIFORNIA

State/Country

90025

Zip Code

- ☐ Individual ☐ General Partnership ☐ Limited Partnership
- ☒ Corporation ☐ Association
- ☐ Other

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.)

- ☒ Citizenship/State of Incorporation/Organization  CALIFORNIA

## FOR OFFICE USE ONLY

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**  
REEL: 002093 FRAME: 0432

**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

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)**

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed ☐

Deposit Account ☐

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.

JOEL J. BERMAN

Name of Person Signing

[Signature]  
Signature

5/25/00

Date Signed

## SECURITY INTEREST IN TRADEMARKS

Scient Corporation, a Delaware corporation ("*Grantor*"), with its principal place of business and mailing address at One Front Street, 28th Floor, San Francisco, California 94111, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, grants to Foothill Capital Corporation, a California corporation (together with its successors and assigns, "*Grantee*"), a continuing security interest in the following property:

(i) Each trademark, trademark registration and trademark application listed on **Schedule A** hereto, and all of the goodwill of the business connected with the use of, and symbolized by, each such trademark, trademark registration and trademark application; and

(ii) All proceeds of the foregoing, including without limitation any claim by Grantor against third parties for damages (to the extent not effectively prohibited by an applicable and legally enforceable license agreement) by reason of past, present or future infringement of any trademark or trademark registration listed in **Schedule A** hereto or by reason of injury to the goodwill associated with any such trademark or trademark registration or trademark license, in each case together with the right to sue for and collect said damages:

to secure performance of all Obligations of Grantor as set out in that certain Intellectual Property Security Agreement dated as of April 10, 2000, by and between Grantor and Grantee (the "*Agreement*").

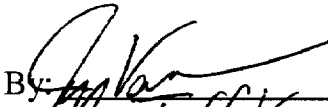
Grantor does hereby further acknowledge and affirm that the rights and remedies of Grantee with respect to the security interest in the trademarks, trademark registrations and trademark applications made and granted hereby are more fully set forth in the Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

All terms defined in the Agreement, whether by reference or otherwise, when used herein, shall have their respective meanings set forth therein, unless the context requires otherwise.

IN WITNESS WHEREOF, Grantor has caused this Security Interest in  
Trademarks to be duly executed as of April 10, 2000.

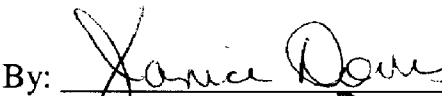
**Grantor:**

**SCIENT CORPORATION**, a Delaware  
corporation

By:   
Name: Scott Van Zant  
Title: Vice President

**Grantee:**

**FOOTHILL CAPITAL  
CORPORATION**, a California corporation

By:   
Name: Janice Davis  
Title: VP

**Schedule A to**  
**SECURITY INTEREST IN TRADEMARKS**  
**Trademarks**

For purposes of Schedule A, "Scient" refers to the name "Scient" "Logo" refers to the logo design of Scient, and "Combination" refers to the combination of "Scient" and Scient's logo.

Registered trademarks of "Scient," the Scient logo and the combination of Scient and the logo as follows:

<b>Country</b>	<b>Mark</b>	<b>Registration Number</b>
U.S.	"Scient"	2258052
U.S.	Logo	2258115
U.S.	Combination	2258116

Registered U.S. trademark for "New Bottom Line," Registration Number 2284104.

Pending U.S. trademark application for "Any to Any" in class 42 (Application Number: 75/399855) and 16 (Application Number: 75/433130) and "Any2Any," in class 42 (Application Number: 75/399852).

Pending U.S. trademark application for "The eBusiness Systems Innovator," Application Number 75/717508.

Pending U.S. trademark application for "The Art and Science of Electronic Business," Application Number 75/523705.

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Recordation of Security Interest of Foothill Capital  
Corproation In Trademarks of Scient Corporation

Our Ref.: 60654-0004

**CERTIFICATE OF MAILING**

The undersigned hereby certifies that a Letter of Transmittal; Recordation Form Cover Sheet; Security Interest in Trademarks; Check No. 132666 in the amount of \$240.00; and postcard are being deposited with the United States Postal Service as *First Class Mail*, postage prepaid, in an envelope addressed to:

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

June 1, 2000  
Date of Deposit

By: \_\_\_\_\_

~~Laurie A. Rossi~~

Steven Plotkin