

6-23-00

FORM PTO-
1-31-92

07-20-2000



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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks, please return the attached original documents or copy thereof.

1. Name of conveying party(ies):
Lowermybills.com, Inc.

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

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other -----

Execution Date: **April 14, 2000**

2. Name and address of receiving party(ies):
Name: Silicon Valley Bank
Internal Address: Loan Documentation HG150
Street Address: 3003 Tasman Drive
City: Santa Clara State: Ca ZIP: 95054

Individual(s) Citizenship -----
 Association -----
 General Partnership -----
 Limited Partnership -----
 Corporation-State **Delaware**
 Other -----

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No
(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

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4. Application number(s) or trademark number(s):

A. Trademark Application No.(s)
75/900402

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Silicon Valley Bank
Internal Address: Loan Documentation HG150

Street Address: 3003 Tasman Dr.
City: Santa Clara State: Ca ZIP: 95054

6. Total number of applications and registrations involved: **1**

7. Total fee (37 CFR 3.41): \$ **40.00**
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
(Attach duplicate copy of this page if paying by deposit account)

(07/19/2000 ASCOTT 00000147 75900402
01 FC:481 40.00 OP)

DO NOT USE THIS SPACE

9. 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.

JOSEPHINE CARINO
Name of Person Signing

Josephine M. Carino
Signature

6/12/00
Date

Total number of pages comprising cover sheet: 6

OMB No 0651 -0011 (exp 4/94)

INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement dated April 14, 2000 is between SILICON VALLEY BANK ("Bank") and LOWERMYBILLS.COM ("Grantor").

RECITALS

A. Bank will make advances to Grantor ("Advances") as described in the Loan and Security Agreement between Bank and Grantor, dated April 14, 2000 (the "Loan Agreement"), but only if Grantor grants Bank a security interest in its Copyrights, Trademarks, Patents, and Mask Works.

B. Grantor has granted Bank a security interest in all of its right, title and interest, presently existing or later acquired to all the Collateral.

AGREEMENT

Grantor grants Bank a security interest in all of its right, title and interest in its Intellectual Property Collateral (such as the Copyrights, Patents, Trademarks and Mask Works listed on Schedules A, B, C, and D), and all proceeds (such as license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements rights throughout the world and all re-issues, divisions continuations, renewals, extensions and continuations-in-part.

This security interest is granted in conjunction with the security interest granted under the Loan Agreement. Bank's rights and remedies in the security interest are in addition to those in the Loan Agreement and the other Loan Documents, and those available in law or equity. Bank's rights powers and interests are cumulative with every right, power or remedy provided here. Bank's exercise its rights, powers or remedies in this Agreement, the Loan Agreement or any other Loan Document, does not preclude the simultaneous or later exercise of any or all other right, power or remedy.

BANK:

SILICON VALLEY BANK



(Signature)

Senior Vice President

(Title)

GRANTOR:

LOWERMYPILLS.COM, INC



(Signature)

(Title) CEO & President

EXHIBIT A

Copyrights

Description

Registration/
Application
Number

Registration/
Application
Date

EXHIBIT B

Patents

Description

Registration/
Application
Number

Registration/
Application
Date

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EXHIBIT C

Trademarks

Description

Registration/
Application
Number

Registration/
Application
Date

LOWERMYPILLS.COM

75/900402

1/19/00

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TRADEMARK
REEL: 002105 FRAME: 0334

EXHIBIT D

Mask Works

Description

Registration/
Application
Number

Registration/
Application
Date

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