

09-18-2000



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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

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

75523469

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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.)

FOR OFFICE USE ONLY

09/14/2000 MTHAI1 00000261 75523469

01 FC:481 40.00 OF
02 FC:482 50.00 OF

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: 002137 FRAME: 0484

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)

<input type="text" value="75523469"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2262939"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75651597"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

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.

Barbara J. Robinson, Paralegal

Barbara J. Robinson, Paralegal

August 4, 2000

Name of Person Signing

Signature

Date Signed

ASSIGNMENT FOR SECURITY

(TRADEMARKS)

WHEREAS, T2 SYSTEMS, INC., an Indiana corporation (herein referred to as "Assignor"), has adopted, used and is using the trademarks listed on the annexed Schedule 1-A, which trademarks are registered in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, Assignor is obligated to First Indiana Bank, a federal savings bank (herein referred to as "Assignee"), and has entered into an Assignment, Security Agreement and Mortgage-Trademarks (the "Agreement") in favor of Assignee; and

WHEREAS, pursuant to the Agreement, Assignor has assigned to Assignee and granted to Assignee a security interest in, and mortgage on, all right, title and interest of Assignor in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof, to secure the payment, performance and observance of the Obligations, as defined in the Agreement;


NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby further assign unto Assignee and grant to Assignee a security interest in, and mortgage on, the Trademarks to secure the prompt payment, performance and observance of the Obligations.

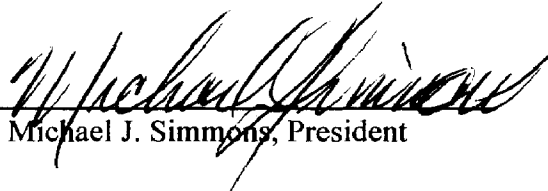
Assignor does hereby further acknowledge and affirm that the rights and remedies of Assignee with respect to the assignment of, security interest in, and mortgage on the Trademarks made and granted hereby are more fully set forth in the Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of the 1st day of August, 2000.

ATTEST:

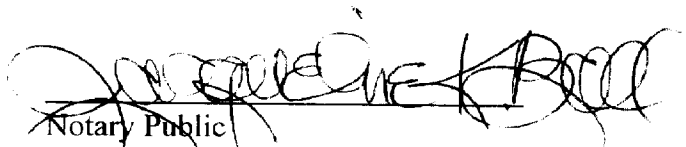
T2 SYSTEMS, INC.

By: 
Printed: Mike Tassan
Title: AVP

By: 
Michael J. Simmons, President

STATE OF INDIANA)
) SS:
COUNTY OF MARION)

On this 1 day of August, 2000, before me personally appeared Michael J. Simmons and _____, to me known, who, being by me duly sworn, did depose and say that they are the President and _____ of T2 Systems, Inc., respectively, the corporation described in and which executed the foregoing instrument, and that they executed the foregoing instrument on behalf of said corporation.


Notary Public
Jacqueline K. Ball
Printed

My County of Residence:

8-24-07 (Marion)

My Commission Expires:

Marion 8-24-07

This Instrument Prepared By: Bradley S. Fuson
Krieg DeVault Alexander & Capehart, LLP
2800 One Indiana Square
Indianapolis, Indiana 46204-2017
(317) 636-4341

SCHEDULE 1-A TO SECURITY AGREEMENT

TRADEMARKS

T2 SYSTEMS, INC.

REGISTERED TRADEMARKS (1)

Registration Number	Description of Mark	Date of Registration	State or Country
2,262,939	POWERPARK to identify computer software for parking management and users' manuals sold as a unit therewith;	July 20, 1999	United States

TRADEMARK APPLICATIONS

Application Number	Description of Mark	Date of Registration	State or Country
75/523,469	T2 SYSTEMS INC. (and Design) mark to identify computer software for parking management applications, namely tracking customer information, applying late fees, issuing and tracking parking permits and citations, and user manuals distributed therewith.	July 22, 1998	United States
75/651,597	EPARK (Stylized) mark to identify computer software for parking management and users' manuals sold as a unit.	March 2, 1999	United States

(1) All trademarks owned by T2 Systems, Inc. and registered in the United States, the states of the United States, and/or foreign countries.

KRIEG · DEVAULT · ALEXANDER
& CAPEHART, LLP

COMMERCIAL LAW

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Kirstyn E. Kinery
Justin L. Sage
Becca C. Polak**
Elizabeth J. Walsh

August 4, 2000

Commissioner for Patents and Trademarks
Box Assignments
Washington, DC 20231

Re: Conveying Party: T2 Systems, Inc.
Receiving Party: First Indiana Bank

Dear Commissioner:

Enclosed for recording please find Form No. 1618A with attached Assignment for Security (Trademarks) ("Assignment"). Also enclosed is a check in the amount of \$90.00 to cover the cost of recording the Assignment for three (3) properties which includes the following trademark registration and application numbers: Registration No. 2,262,939 and Application Nos. 75/523,469 and 75/651,597. If there are any additional charges, please call me at 1-317-238-6383 and I will forward the additional amount to your office.

Please also file-stamp the enclosed postcard and return it to me. Thank you for your assistance in this matter.

Very truly yours,



Barbara J. Robinson, Paralegal
Direct Dial: 317-238-6383

IM-195132-1

Enclosures

cc: Michael D. Toussant
Bradley S. Fuson, Esq.
Carolyn H. Andretti, Esq.

Consultant
Thomas L. New
(Non-attorney)

Counsel
Richard D. Wagner

*Also admitted in
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**Admitted in
Texas only

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Member of Commercial Law Affiliates with independent firms in principle

TRADEMARK

RECORDED: 08/07/2000

REEL: 002137 FRAME: 0489