

10-26-2000



101497402

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 10.4-00

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 Effective Date
Month Day Year

Change of Name

Other

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

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 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.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

10/26/2000 JJALLAH2 00000027 75445692

FOR OFFICE USE ONLY

01 FD:481
02 FD:482

40.00 OP
50.00 OP

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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: 002162 FRAME: 0283

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:

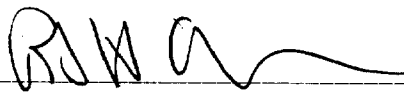
Yes

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.

Robert H. Abrams



9/28/00

Name of Person Signing

Signature

Date Signed

This FINANCING STATEMENT is presented for filing pursuant to the Michigan Uniform Commercial Code.

(Please Type All Information)

FOR FILING OFFICER
(Date, Time, Number, and Filing Officer)

DO NOT WRITE IN THIS SPACE

1. Debtor(s) (Last Name First, If Individual) & Address(es)

Soc. Security #/Tax ID #
38-3404597

Crystallize, Inc.
Data Merger Technologies, Inc.
Sorcery Software, Inc.

Address

1410 Woodridge

City

State

Zip Code

Ann Arbor

MI

48105

Debtor(s) (Last Name First, If Individual) & Address(es)

Address

City

State

Zip Code

2. If filing without debtor signature, item a, b, c, or d must be marked [X].

a. Collateral was already subject to the security interest in another state when it was brought into Michigan, or when the Debtor's location changed to Michigan;

b. Collateral is proceeds of the original collateral in which a security interest was perfected;

c. A previous filing covering the collateral has lapsed (Prev. Filing # _____);

d. The filing covers collateral acquired after a change of name identity, or corporate structure of Debtor (MCLA 440.9402(2) & (7)) FROM: _____

(Prev. Filing # _____).

3. Secured Party(ies) and Address(es)

M Group, Inc.,
collateral agent for
M Group, Inc., Helene G. Abrams and
Robert H. Abrams
805 East Maple Road
Suite 333
Birmingham, MI 48009

Secured Party #

5. No. of Add'l Sheets

3

6. State Account No.

J114UC

7. (Mark [X] if applicable):

Products of collateral are also covered.

The debtor is a transmitting utility as defined in MCLA 440.9105 (1)(c).

4. MAIL ACKNOWLEDGEMENT COPY TO:

Nathan Upfal
Jackier, Grould, Bean, Upfal
& Eizelman
121 West Long Lake Road, Second Floor
Bloomfield Hills, MI 48304

8. Assignee(s) (if any) and Address(es)

Secured Party

a. This financing statement covers the following types (or items) of property:

See attached Schedule 1 and 2

X

Signature(s) of Debtor(s) Robert H. Abrams

X

Signature(s) of Secured Party(ies) or Assignee(s) of Record
Josh Mondry

X

Signature(s) of Debtor(s)

X

Signature(s) of Secured Party(ies) or Assignee(s) of Record

IF YOU WISH THE ACKNOWLEDGEMENT COPY TO BE MAILED TO AN ADDRESS OTHER THAN THE SECURED PARTY SHOWN IN ITEM 3, PROVIDE COMPLETE MAILING INFORMATION IN ITEM 4.

(UCC-1 Secretary of State Filing Officer Copy)

TRADEMARK

REEL: 002162 FRAME: 0285

SCHEDULE 1 TO UCC-1 FINANCING STATEMENT

DEBTOR NAMES	Crystallize, Inc. Data Merger Technologies, Inc. Sorcery Software, Inc. 1410 Woodridge, Ann Arbor, Michigan 48105 FEIN 38-3404597
SECURED PARTY	M Group, Inc., Agent for M Group, Inc., Helene G. Abrams and Robert H. Abrams 805 E. Maple Road, Suite 333, Birmingham, Michigan 48009

THIS FINANCING STATEMENT COVERS ALL OF THE DEBTOR'S TANGIBLE AND INTANGIBLE PERSONAL PROPERTY, WHETHER NOW OWNED OR HEREAFTER ACQUIRED, OR IN WHICH DEBTOR NOW HAVE OR MAY HEREAFTER ACQUIRE AN INTEREST, INCLUDING, WITHOUT LIMITATION, ALL OF THE FOLLOWING:

- (1) all of Debtor's accounts, accounts receivable, notes receivable and other rights of Debtor in and to payments due for goods sold or services rendered;
- (2) all present and future inventory in which Debtor has an interest, including without limitation goods intended for sale, lease or other disposition, or to be furnished under a contract of service, and all present and future raw materials, work in process, finished goods, goods consigned to Debtor to the extent of Debtor's interest therein as a consignee, materials and supplies which are incorporated within the foregoing, and all documents of title, records and files with respect to the foregoing;
- (3) all of Debtor's furniture, fixtures, computers, machinery, equipment, tools, leasehold improvements, vehicles, together with all other tangible personal property;
- (4) all contract rights, chattel paper, leases and other general intangibles;
- (5) all rights to any refund of any taxes assessed against or paid by Debtor;
- (6) all rights under express or implied warranties from suppliers, manufacturers and others;
- (7) all insurance premium refunds, unearned premiums, insurance proceeds, and rebates;
- (8) all claims, demands, causes of action and lawsuits, rights of recover and rights of setoff;
- (9) all security deposits and other prepaid deposits and prepaid assets;
- (10) all goodwill and going concern value;
- (11) all rights inuring to the benefit of or otherwise enforceable by the Debtor under any covenants not to compete, confidentiality agreements or other restrictive covenants;
- (12) all trademarks and tradenames, service marks and service names, patents, copyrights, slogans, inventions, discoveries, improvements, designs, prototypes, drawings, specifications, formula, all confidential and proprietary information, trade secrets, knowhow, technology, and other intellectual property and property rights, whether or nor registered, and all applications for any of the foregoing, including, without limitation, the trademarks, tradenames, patents, copyrights, domain names and domain addresses listed in Schedule 2 attached hereto;

- (13) all business telephone numbers and lines, whether used for telephone communication or computer or facsimile transmissions;
- (14) all computer software and software codes, whether developed by or on behalf of Debtor or others to the extent of Debtor's interest therein;
- (15) all securities held by or issued to Debtor, including without limitation all shares of stock, warrants, options, and debentures;
- (16) all instruments, documents of title, policies and certificates of insurance, bank deposits, deposit accounts, checking accounts and cash;
- (17) all files and records, including, without limitation, all employment and personnel records and files, employment and operations manuals and handbooks, promotional and advertising materials and catalogues, business forms, corporate minute book records, stock ledgers, and tax returns and bank records; and
- (18) any and all proceeds (of sale, insurance, or otherwise), replacements, substitutions, additions, improvements, products, and accessions to, for or of the foregoing.

SCHEDULE 2 TO UCC-1 FINANCING STATEMENT

DEBTOR NAMES	Crystallize, Inc. Data Merger Technologies, Inc. Sorcery Software, Inc. 1410 Woodridge, Ann Arbor, Michigan 48105 FEIN 38-3404597
SECURED PARTY	M Group, Inc., Agent for M Group, Inc., Helene G. Abrams and Robert H. Abrams 805 E. Maple Road, Suite 333, Birmingham, Michigan 48009

TRADEMARKS

1. Sorcery Software, U.S. Trademark Serial Number: 75445692
2. Data Apprentice, U.S. Trademark Serial Number: 75445691
3. Data Merger Technologies, U.S. Trademark Serial Number: 75595838
4. Crystallize, U.S. Trademark Serial Number: 755772400
5. Crystal-Connect, U.S. Trademark Serial Number: 75905057
6. SupplyXchange, U.S. Trademark Serial Number: 78003804

PATENTS

1. Method and System for Migrating Data, U.S. Patent Pending 09-056,360

COPYRIGHTS

1. The Challenge of Change: Achieving Flexibility with Oracle Applications, U.S. Copyright Registration Number Txu 779-817
2. Crystallize Solutions, U.S. Copyright Registration Number: _____.
3. Step by Step Guide for Going Global, U.S. Copyright Registration Number _____.
4. Finished, But Not Done, U.S. Copyright Registration Number: Txu 929-102.

DOMAIN NAMES

1. www.crystallizes.com, Expiration Date: June 29, 2009
2. www.datamerger.com, Expiration Date: November 12, 2000
3. www.sorcerysoftware.com, Expiration Date: February 21, 2002
4. www.crystallize.cc, Under Construction, Expiration Date: February 3, 2002
5. www.llama-soft.com, Expiration Date: January 22, 2001
6. www.crystal-connect.com, Expiration Date: December 24, 2001