

12-05-2000

FORM PTO-
1-31-92

RECC



101540168

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Broadband Gateways, 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: **9/29/00**

MAD
11.14.00

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 **Texas**
 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

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

A. Trademark Application No.(s)
76074334 76035809

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: **2**

7. Total fee (37 CFR 3.41):\$ **65.00**
 Enclosed
 Authorized to be charged to deposit account

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

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 M. Carino
Name of Person signing

Josephine M. Carino
Signature

11/3/00
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 September 29, 2000 is between SILICON VALLEY BANK ("Bank") and BROADBAND GATEWAYS, INC. ("Grantor").

RECITALS

A. Bank will make advances to Grantor ("Loans") as described in the Loan and Security Agreement (the "Loan Agreement"), but only if Grantor grants Bank a security interest in its Copyrights, Trademarks, Patents, and Mask Works and other intellectual property (the "Intellectual Property Collateral").

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 reissues, 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 has rights and remedies with respect to the Intellectual Property Collateral as set forth 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:

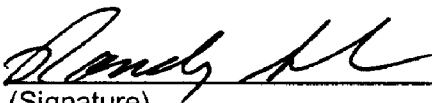
GRANTOR:

SILICON VALLEY BANK

BROADBAND GATEWAYS, INC.



(Signature)



(Signature)

Vice President

(Title)

CFO

(Title)

EXHIBIT A

Copyrights

<u>Description</u>	<u>Registration/Application Number</u>	<u>Registration/Application Date:</u>
N/A		

EXHIBIT B

Patents

<u>Description</u>	<u>Registration/Application Number</u>	<u>Registration/Application Date</u>
Method and apparatus for improved building automation	08/941,794	9/30/97
Evolvo design	In Progress	
Dumb wireless handset driven by intelligent base unit.	In Progress	
TDM bus encoding for multi-channel delivery of voice.	In Progress	
Integrated microfilter	In Progress	

EXHIBIT C

Trademarks

<u>Description</u>	<u>Registration/Application Number</u>	<u>Registration/Application Date</u>
Your Gateway to the Evolution	76074334	6/20/2000
EVOL0	76035809	4/26/2000
Arches graphic	In Progress	
Arches with Broadband Gateway graphic	In Progress	

EXHIBIT D

Mask Works

Description

Registration/Application
Number

Registration/Application
Date:

N/A