

12-22-2000

FORM PTO-1595
1-31-92

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101558964

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

HEET
.Y

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

1. Name of conveying party(ies):
Accrue Software, Inc.
Mile
12.11.00
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
Name: Silicon Valley Bank
Internal Address: HG150

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

Street Address: 3003 Tasman Drive
City: Santa Clara State: CA ZIP: 95054

Execution Date: 7/31/00

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

4. Application number(s) or trademark number(s)
If this document is being filed together with a new application, the execution date of the application is:

| A. Trademark Application No (s) | |
|---------------------------------|------------|
| 75/100,157 | 75/737,042 |
| 75/975,689 | 75/829,251 |
| 75/447,874 | 75/671,171 |
| 75/447,875 | 75/178,259 |
| 75/801,292 | 75/938,255 |

| B. Trademark No.(s) | |
|---------------------|------------|
| 74/001,317 | 75/181,457 |
| 75/093,608 | 75/719,984 |
| 75/896,791 | |
| 75/122,275 | |
| 75/737,041 | |

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

6. Total number of applications and trademark involved:
7. Total fee (37 CFR 3.41): ...440.00.....\$
 Enclosed

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

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.

Pia Amarillas
Name of Person Signing

Pia Amarillas
Signature

11/29/00
Date

Total number of pages comprising cover sheet: 12

OMB No 0651 -0011 (exp 4/94)

TRADEMARK
REEL: 002198 FRAME: 0372

INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement is entered into as of July 31, 2000 by and between SILICON VALLEY BANK ("Bank") and Accrue Software, Inc. ("Grantor").

RECITALS

A. Bank has agreed to make certain advances of money and to extend certain financial accommodation to Grantor (the "Loans") in the amounts and manner set forth in that certain Loan and Security Agreement by and between Bank and Grantor dated July 31, 2000 (as the same may be amended, modified or supplemented from time to time, the "Loan Agreement"; capitalized terms used herein are used as defined in the Loan Agreement). Bank is willing to make the Loans to Grantor, but only upon the condition, among others, that Grantor shall grant to Bank a security interest in certain Copyrights, Trademarks, Patents, and Mask Works to secure the obligations of Grantor under the Loan Agreement.

B. Pursuant to the terms of the Loan Agreement, Grantor has granted to Bank a security interest in all of Grantor's right, title and interest, whether presently existing or hereafter acquired, in, to and under all of the Collateral.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, as collateral security for the prompt and complete payment when due of its obligations under the Loan Agreement, Grantor hereby represents, warrants, covenants and agrees as follows:

AGREEMENT

To secure its obligations under the Loan Agreement, Grantor grants and pledges to Bank a security interest in all of Grantor's right, title and interest in, to and under its Intellectual Property Collateral (including without limitation those Copyrights, Patents, Trademarks and Mask Works listed on Schedules A, B, C, and D hereto), and including without limitation all proceeds thereof (such as, by way of example but not by way of limitation, license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements, all rights corresponding thereto throughout the world and all re-issues, divisions continuations, renewals, extensions and continuations-in-part thereof.

This security interest is granted in conjunction with the security interest granted to Bank under the Loan Agreement. The rights and remedies of Bank with respect to the security interest granted hereby are in addition to those set forth in the Loan Agreement and the other Loan Documents, and those which are now or hereafter available to Bank as a matter of law or equity. Each right, power and remedy of Bank provided for herein or in the Loan Agreement or any of the Loan Documents, or now or hereafter existing at law or in equity shall be cumulative and concurrent and shall be in addition to every right, power or remedy provided for herein and the exercise by Bank of any one or more of the rights, powers or remedies provided for in this Intellectual Property Security Agreement, the Loan Agreement or any of the other Loan Documents, or now or hereafter existing at law or in equity, shall not preclude the simultaneous or later exercise by any person, including Bank, of any or all other rights, powers or remedies.

IN WITNESS WHEREOF, the parties have cause this Intellectual Property Security Agreement to be duly executed by its officers thereunto duly authorized as of the first date written above.

GRANTOR:

Accrue Software, Inc.

Address of Grantor:

48634 Milmont Drive
Fremont, CA 94538

Attn: _____

By: H.N. Parst
Title: CONTROLLER

BANK:

SILICON VALLEY BANK

Address of Bank:

3003 Tasman Drive
Santa Clara, CA 95054-1191

Attn: _____

By: Tim H
Title: ASSOCIATE

EXHIBIT A

Copyrights

Description

Registration/
Application
Number

Registration/
Application
Date

N/A

EXHIBIT B

Patents

Description

Registration/
Application
Number

Registration/
Application
Date

N/A

EXHIBIT C

Trademarks

Description

Registration/
Application
Number

Registration/
Application
Date

ACCURVE SOFTWARE
SWIRL DESIGN

SEE ~~THE~~ ATTACHED LISTING

EXHIBIT C

| Country | Mark | Status | App. No. | App. Date | Reg. No. | Reg. Date | Next Due Date | Comments on Next Due Date |
|----------------|--|------------|------------|------------|-----------|------------|---------------|---------------------------|
| | 0047 00286 | | | | | | | |
| Goods/Services | Computer software, namely, decision support and data mining software in Class 9 | | | | | | | |
| Comments | | | | | | | | |
| United States | NEOVISTA and Design | Abandoned | 75/574,582 | 10/22/1998 | | | | |
| | 0042 00286 | | | | | | | |
| Goods/Services | Computer software, namely, decision support and data mining software in Class 9 | | | | | | | |
| Comments | Notice of Allowance dated 3/21/00. Per client's instructions 5/23/00, application abandoned. | | | | | | | |
| United States | NV NEOVISTA (Stylized) | Registered | 75/100,157 | 05/07/1996 | 2,211,441 | 12/15/1998 | 12/15/2004 | Declaration of Use due. |
| | 0046 00286 | | | | | | | |
| Goods/Services | Computer software, namely, decision support and data mining software in Class 9 | | | | | | | |
| Comments | | | | | | | | |
| United States | QUICKLIST | Abandoned | 75/447,867 | 03/10/1998 | | | | |
| | 0031 00286 | | | | | | | |
| Goods/Services | Computer programs for use in database management and analysis, namely, programs allowing users to store and analyze data summarizing traffic to web sites in Class 9. | | | | | | | |
| Comments | Per instructions from client, application abandoned. | | | | | | | |
| United States | SMARTCRM | Abandoned | 75/731,835 | 06/18/1999 | | | | |
| | 0039 00286 | | | | | | | |
| Goods/Services | Computer software, namely, database management software for decision support, data mining and customer relationship management for use in retail sales, marketing and financial services industries in Class 9 | | | | | | | |
| Comments | Response to Office Action filed 6/30/00. Per client's instructions 7/27/00, application abandoned. | | | | | | | |

** TOTAL PAGE .06 **

| Country | Mark | Status | App. No. | App. Date | Reg. No. | Reg. Date | Next Due Date | Comments on Next Due Date |
|---------------|----------------------------------|--|------------|------------|-----------|------------|---------------|---------------------------|
| United States | GAUGE TECHNOLOGIES 0005 01286 | Registered | 75/975,689 | 03/22/1996 | 2,049,647 | 09/23/1997 | 09/23/2003 | Renewal due |
| | Goods/Services | Computer software for use in collecting, monitoring, analyzing, tracking and managing traffic at sites on computer networks in Class 9. | | | | | | |
| | Comments | | | | | | | |
| United States | HIT LIST 0033 00286 | Registered | 75/447,874 | 03/10/1998 | 2,253,758 | 06/15/1999 | 06/15/2005 | Declaration of Use due. |
| | Goods/Services | Computer programs for use in marketing analysis; computer programs for monitoring, analyzing and summarizing information about network and web site use; computer programs for report generation, distribution and database management in Class 9. | | | | | | |
| | Comments | | | | | | | |
| United States | MARKETWAVE 0002 00286 | Registered | 75/447,875 | 03/10/1998 | 2,260,738 | 07/13/1999 | 07/13/2005 | Declaration of Use due. |
| | Goods/Services | Computer programs for use in conducting marketing studies; computer programs for monitoring, analyzing and summarizing information about network and web site use; computer programs for report generation, report distribution, and database management in Class 9. | | | | | | |
| | Comments | | | | | | | |
| United States | MASPAR (Stylized) 0044 00286 | Abandoned | 73/837,331 | 11/09/1989 | 1,610,464 | 08/21/1990 | | |
| | Goods/Services | Computer software programs and program manuals, all sold as a unit for application software development, compilers and language assembly in Class 9. | | | | | | |
| | Comments | Patent's instructions dated 5/23/00, registration allowed to lapse. | | | | | | |
| United States | MASPAR (Stylized) 0045 00286 | Registered | 74/001,317 | 11/16/1989 | 1,643,403 | 05/07/1991 | 05/07/2001 | Renewal due |
| | Goods/Services | Computer hardware and user manuals sold as a unit in Class 9 | | | | | | |
| | Comments | | | | | | | |
| United States | NEOVISTA | Registered | 75/093,608 | 04/24/1996 | 2,143,305 | 03/10/1998 | 03/10/2004 | Declaration of Use due |

Country Mark Status App. No. App. Date Reg. No. Reg. Date Next Due Date Comments on Next Due Date

Comments Services amended in Examiner's Amendment dated 9/24/99 Published for opposition on 12/21/99 Notice of Allowance dated 3/14/00.

United States CONVERTING CLICKS TO CUSTOMERS 0025 00286 75/896.791 01/14/2000

Goods/Services Computer software and hardware for use in collecting, monitoring, analyzing, tracking, and managing traffic on computer networks in Class 9; and computer programming services, computer software development services, and consulting services in the fields of collecting, monitoring, analyzing, tracking, and managing traffic on computer networks in Class 42.

Comments Request for corrected filing receipt filed 5/9/00 Second request for corrected filing receipt filed 5/24/00

United States DATALINK 0029 00286 75/447.873 03/10/1998

Goods/Services Computer programs for generating marketing reports based on web site and internal computer network use, namely, computer programs for collecting web traffic data with other data sources to generate reports showing visitors' email addresses, real names, company name and phone number in Class 9

Comments Per client's instructions 5/24/00, application abandoned

United States DECISION SERIES 0043 00286 75/122.275 06/19/1996 2,069,607 06/10/1997 06/10/2003 Declaration of Use due

Goods/Services Computer hardware; computer software for relational database management and instructional manuals sold therewith in Class 9.

Comments

United States DECISION SERIES 00286 74/596.933 11/09/1994

Goods/Services Computer hardware and software for use in relational database management and instruction manuals sold therewith in Class 9.

Comments No file received from prior counsel.

United States DNS X-PRESS 0030 00286 75/504.213 06/17/1998

Goods/Services Query programs for use in marketing and web site analysis; namely, computer programs for performing domain name lookups in Class 9.

Comments Notice of Allowance dated 7/20/99 First extension of time to file a Statement of Use filed 1/20/00 Approved 4/11/00 Per client's instructions dated 6/23/00 application abandoned

| Country | Mark | Status | App. No. | App. Date | Reg. No. | Reg. Date | Next Due Date | Comments on Next Due Date |
|----------------|--|---------|------------|------------|----------|-----------|---------------|--|
| | KNOWLEDGE 0017 00286 | | | | | | | |
| Goods/Services | Electronic business site hosting services in Class 42 | | | | | | | |
| Comments | Response to Office Action filed 5/4/00. | | | | | | | |
| United States | ACCRUE VISTA 0023 00286 | Pending | 75/801,292 | 09/15/1999 | | | 09/28/2000 | Response to Office Action due. Examiner requests information on significance of VISTA in the relevant industry |
| Goods/Services | Computer software that provides a detailed web site customer segmentation and visitor activity information in Class 9 | | | | | | | |
| Comments | | | | | | | | |
| United States | ADS 0021 00286 | Pending | 75/737,042 | 05/25/1999 | | | | |
| Goods/Services | Consulting and advice services related to global computer network commerce and web site tracking in Class 42. | | | | | | | |
| Comments | Response to Office Action filed 5/22/00. | | | | | | | |
| United States | BUYPATH 0024 00286 | Pending | 75/829,251 | 10/22/1999 | | | | |
| Goods/Services | Computer software for monitoring website activity and traffic in Class 9. | | | | | | | |
| Comments | Published for opposition on 5/23/00 | | | | | | | |
| United States | Capital "A" with Swift Design 0014 00286 | Pending | 75/671,171 | 03/26/1999 | | | 09/14/2000 | Statement of Use or first extension due. |
| Goods/Services | Computer software and hardware for use in collecting, monitoring, analyzing, tracking, and managing traffic on computer networks in Class 9; and computer programming services for others, computer software development services for others, and consulting services in the fields of collecting, monitoring, analyzing, tracking and managing traffic on computer networks in Class 42 | | | | | | | |

| Country | Mark | Status | App. No. | App. Date | Reg. No. | Reg. Date | Next Due Date | Comments on Next Due Date |
|---|---|------------|------------|------------|-----------|------------|---------------|---------------------------|
| Tunisia | GAUGE TECHNOLOGIES 0007 00277 | Registered | 961,079 | 09/05/1996 | EE961079 | 09/05/1996 | 09/05/2011 | Renewal due. |
| Goods/Services All goods and services in Classes 9 & 42. | | | | | | | | |
| Comments | | | | | | | | |
| United States | ACCRUE 0008 00286 | Registered | 75/178,259 | 10/07/1996 | 2,241,805 | 08/27/1999 | 08/27/2005 | Declaration of Use due. |
| Goods/Services Computer software and hardware for use in collecting, monitoring, analyzing, tracking, and managing traffic at sites on computer networks in Class 9; and computer programming services, computer software development services, and consulting services in the fields of collecting, monitoring, analyzing, tracking and managing traffic on computer networks in Class 42. | | | | | | | | |
| Comments | | | | | | | | |
| United States | ACCRUE ADVISOR 0028 00286 | Pending | 75/938,255 | 03/08/2000 | | | | |
| Goods/Services Computer software and hardware for advertising and marketing services; online services in the field of measuring and analyzing online traffic to websites; measuring and analyzing effectiveness of advertising on websites in Class 9 | | | | | | | | |
| Comments | | | | | | | | |
| United States | ACCRUE DISCOVERY SERVICE 0019 00286 | Pending | 75/737,041 | 06/25/1999 | | | | |
| Goods/Services Consulting and advica services related to global computer network commerce and web site tracking in Class 42. | | | | | | | | |
| Comments | | | | | | | | |
| United States | ACCRUE INSIGHT 0009 00286 | Registered | 75/181,457 | 10/15/1996 | 2,261,354 | 07/13/1999 | 07/13/2005 | Declaration of Use due. |
| Goods/Services Computer software, and manuals sold as a unit, for monitoring, analyzing or measuring the use of electronic communications networks, and for the collection, analysis, retrieval and aggregation of data regarding use of electronic communications networks in Class 9. | | | | | | | | |
| Comments | | | | | | | | |
| United States | ACCRUE SITE 75/719,984 | Pending | 75/719,984 | 05/03/1999 | | | | |

Thursday, August 10, 2000

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EXHIBIT D

Mask Works

Description

Registration/
Application
Number

Registration/
Application
Date

N/A