

01-25-2001



FORM PTO-1-31-92

RECORD

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

101592876

1-11-01

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): Applied Science Fiction		2. Name and address of receiving party(ies): Name: Silicon Valley Bank	
<input type="checkbox"/> Individual(s) <input type="checkbox"/> Association		Internal Address: Loan Documentation HA155	
<input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership		Street Address: 3003 Tasman Drive	
<input checked="" type="checkbox"/> Corporation-State		City: Santa Clara State: Ca ZIP: 95054	
<input type="checkbox"/> Other		<input type="checkbox"/> Individual(s) Citizenship	
Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No		<input type="checkbox"/> Association	
3. Nature of conveyance:		<input type="checkbox"/> General Partnership	
<input type="checkbox"/> Assignment <input type="checkbox"/> Merger		<input type="checkbox"/> Limited Partnership	
<input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name		<input checked="" type="checkbox"/> Corporation-State	
<input type="checkbox"/> Other		<input type="checkbox"/> Other	
Execution Date: 12/08/00		If assignee is not domiciled in the United States, a domestic representative designation is attached <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment)	
		Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No	

4. Application number(s) or trademark number(s):	
A. Trademark Application No.(s) 76/134,305	B. Trademark Registration No.(s)
2,323,517	
2,332,243	

Additional numbers attached? 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 registrations involved: 3	
Street Address: 3003 Tasman Dr.		7. Total fee (37 CFR 3.41):\$ 90.00	
City: Santa Clara State: Ca ZIP: 95054		<input checked="" type="checkbox"/> Enclosed	
		<input type="checkbox"/> 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.

Shannon Hubbard
Name of Person Signing

Shannon Hubbard
Signature

12/28/00
Date

Total number of pages comprising cover sheet: 6

OMB No 0651-0011 (exp 4/94)

01/25/2001 6TON11 0000062 76134305

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

TRADEMARK REEL: 002219 FRAME: 0513

ADDENDUM TO INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Addendum to Intellectual Property Security Agreement is executed pursuant to, and is an addendum to, an Intellectual Property Security Agreement, dated September 1, 2000, by and between Applied Science Fiction, Inc. ("Grantor") with its principal office at 8920 Business Park Drive, Austin, TX 78759, and Silicon Valley Bank ("Bank") with its principal office at 3003 Tasman Drive, Santa Clara, CA 95054. This Addendum to Intellectual Property Security Agreement is presented for recordation as constructive notice that Grantor, the owner of the intellectual property identified in the exhibit(s) attached hereto, has granted to Bank a security interest in the intellectual property described on exhibits(s) attached hereto, and the exclusive rights comprised in the intellectual property, to secure payment of a debt.

IN WITNESS WHEREOF, Grantor has executed this Addendum to Intellectual Property Security Agreement as of December 8, 2000.

GRANTOR:

APPLIED SCIENCE FICTION, INC.

By: 

Name: MARK FUCHS

Title: VP FINANCE

EXHIBIT "C"

TRADEMARKS

<u>TRADEMARK</u> <u>DESCRIPTION</u>	<u>COUNTRY</u>	<u>SERIAL NO.</u>	<u>REG. NO</u>	<u>STATUS</u>
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File#	Mark	Cty	Class	AppNo	RegNo
ASF00008-TM-US-42	FLAG Design (Square)	US	42	75/888,564	
ASF00008-TM-US-9	FLAG Design (Square)	US	9	75/892,056	
ASF00009-TM-US-42	DIGITAL ROC & FLAG DESIGN	US	42	75/888,556	
ASF00009-TM-US-9	DIGITAL ROC & FLAG DESIGN	US	9	75/892,061	
ASF00010-TM-US-42	DIGITAL ICE AND FLAG DESIGN	US	42	75/892,059	
ASF00010-TM-US-9	DIGITAL ICE AND FLAG DESIGN	US	9	75/892,144	
ASF00011-TM-US-42	DIGITAL GEM & FLAG DESIGN	US	42	75/892,060	
ASF00011-TM-US-9	DIGITAL GEM AND FLAG DESIGN	US	9	75/892,050	
ASF00012-TM-US-42	DIGITAL ICE3 & DESIGN	US	42	75/888,571	
ASF00012-TM-US-9	DIGITAL ICE3 & DESIGN	US	9	75/892,058	
ASF00094-TM-US	DIGITAL ROC2	US	9	76/057,154	
ASF99204-TM-US-9	APPLIED SCIENCE FICTION	US	9	75/586,988	
ASF99204-TM-US-M	APPLIED SCIENCE FICTION	US	9 & 42	75/572,372	2,323,517
ASF99205-TM-US-M	APPLIED SCIENCE FICTION & DESIGN	US	9 & 42	75/666,233	2,332,243
ASF99206-TM-US	ASF	US	9	75/567,463	
ASF99206-TM-US-E	ASF	US	9	75/891,824	

File#	Mark	Cty	Class	AppNo	RegNo
ASF99207-TM-US	DIGITAL ICE	US	9	75/421,176	
ASF99207-TM-US-E	DIGITAL ICE	US	9	75/892,135	
ASF99208-TM-US	DIGITAL ICE & DESIGN APPLIED SCIENCE FICTION	US	9	75/642,024	
ASF99209-TM-US	DIGITAL ROC	US	9	75/567,461	
ASF99210-TM-US	DIGITAL ROC & DESIGN APPLIED SCIENCE FICTION	US	9	75/642,248	
ASF99229-TM-US	DIGITAL GEM	US	9	75/779,549	
ASF99240-TM-US	DIGITAL GEM & DESIGN	US	9	75/796,089	
ASF99279-TM-US	DIGITAL ICE2	US		75/812,764	
ASF99280-TM-US	DIGITAL ICE3	US		75/812,771	
ASF99307-TM-US-42	DIGITAL NEGATIVE	US	42	75/861,426	
ASF99307-TM-US-9	DIGITAL NEGATIVE	US	9	75/862,057	
ASF99308-TM-US-42	VIRTUAL NEGATIVE	US	42	75/861,428	
ASF99308-TM-US-9	VIRTUAL NEGATIVE	US	9	75/862,063	
ASF99309-TM-US-42	FLAG Design (COLOR)	US	42	75/861,534	
ASF99309-TM-US-9	FLAG Design	US	9	75/862,368	
ASF00136-TM-US-40	DIGITAL PIC	US	40	76/133,900	

File#	Mark	Cty	Class	AppNo	RegNo
ASF00136-TM-US-42	DIGITAL PIC	US	42	76/134,305	