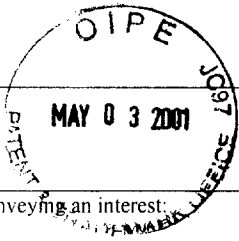


BOX ASSIGNMENTS

TRADEMARKS ONLY



To the
Please

05-09-2001



101709487

D# Keep within borders

TRADEMARKS ONLY

1. Name of Party(ies) conveying an interest:

Sand Hill Capital II, LP

Entity:

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation-State
- Other

3. Interest Conveyed:

- Assignment Change of Name
 - Security Agreement Merger
 - Other
Release of Security Interest
- Execution Date
April 3, 2001

2. Name and Address of Party(ies) receiving an interest:

Name: **MobileForce Technologies, Inc.**

Address: 5673 Gibraltar Avenue
Suite 100
Pleasanton, California 94588

S. 3.01

Entity:

- Individual(s) Association
- Corporation-State General Partnership Limited Partnership
- Other: Company

Citizenship: **Delaware**

If not domiciled in the United States, a domestic representative designation is attached:

- Yes
- No

(The attached document must not be an assignment)

4. Application number(s) or registration number(s). Additional sheet attached? Yes No

A. Trademark Application No.(s)
75/384,235; 75/385,316; 76/125,824; 76/126,687
76/126,696

B. Trademark Registration No.(s)
2,373,363

5. Please mail documents back to:

Calendar/Docketing Dept.
Pillsbury Winthrop LLP
Post Office Box 7880
San Francisco, CA 94120

6. Number of applications and registrations involved: 6

7. Amount of fee enclosed: \$ 165.00

8. If above amount is missing or inadequate, charge deficiency to our Deposit Account No. 03-3975 under Order No. 056200-000-0005/RLK/LCG/IMB.

05/08/2001 GTDM11 00000239 75384235

01 FC:481 40.00 DP
02 FC:482 125.00 DP

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.

Signature

Total number of pages including cover sheet, attachments and document. (excluding duplicate cover sheet)	3
----------------------------------------------------------------------------------------------------------	---

Attorney: Laura C. Gustafson
Date: April 30, 2001
Atty/Sec: _____

Tel: (415) 983-6318
Fax: (415) 983-1200

NO30 11/1996

File in DUPLICATE with post card receipt

10501287v1

TRADEMARK
REEL: 002290 FRAME: 0100

ACKNOWLEDGMENT OF TERMINATION
OF COLLATERAL ASSIGNMENT

This Acknowledgment of Termination of Collateral Assignment is made with reference to that certain Intellectual Property Security Agreement dated September 26, 2000 (the "Collateral Assignment") by and between **MobileForce Technologies, Inc.**, as assignor, and **Sand Hill Capital II, LP**, as assignee ("Sand Hill"). The Collateral Assignment was recorded in the United States Patent and Trademark Office on October 10, 2000, at Reel 2177, Frame 0674, with respect to the items set forth on Exhibit A hereto (the "Trademarks").

Sand Hill hereby acknowledges and agrees that the Collateral Assignment has been terminated and that all of the rights and interests of Sand Hill thereunder have been terminated, including, without limitation, all of the rights and interests of Sand Hill in and to the Trademarks.

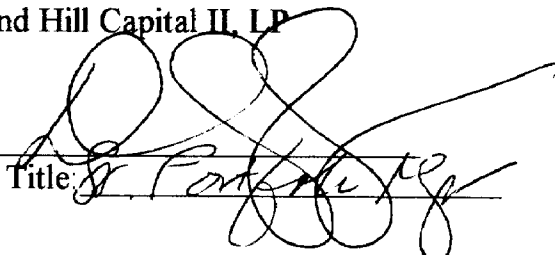
Sand Hill does hereby further authorize and consent that this Acknowledgment of Termination may be recorded and indexed by the Commissioner of the United States Patent and Trademark Office.

Dated: April 2, 2001

Sand Hill Capital II, LP

By

Title:

A large, stylized handwritten signature in black ink, appearing to read "J. Portillo", is written over a horizontal line. The signature is highly cursive and loops around itself.

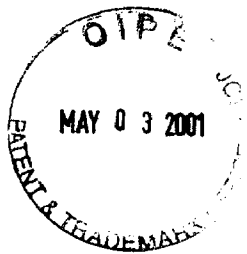


EXHIBIT A

Trademarks Registered or Applied For

<u>Description</u>	<u>Application Number</u>	<u>Registration Number</u>	<u>Registration/ Application Date</u>
1. MOBILESCHEID	75/384235		11/4/97
2. MOBILESCHEID	75/385316		11/5/97
3. MOBILEFORCE		2,373,363	8/1/00
4. NVISION	Not assigned		9/12/00
5. BLUE BAND	Not assigned		9/12/00
6. Miscellaneous design	Not assigned		9/12/00