



05-29-2001

U.S. Patent & TMOs/TM Mail RptDt. #72

5-2901

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type : Release

- New
- 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 Security Agreement Is Hereby Terminated by Secured Party

Conveying Party

Mark if additional names of conveying parties attached Execution Date
Month Day Year

Name Capital Z Financial Services Fund II, L.P., as Collateral Agent

Formerly N/A

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization Bermuda

Receiving Party

Mark if additional names of receiving parties attached

Name Derivion Corporation

DBA/AKA/TA N/A

Composed of N/A

Address (line 1) 730 Peachtree Street, Suite 1100

Address (line 2)

Address (line 3) Atlanta Georgia 30308
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 Georgia

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

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)		
<input type="text" value="75714509"/>	<input type="text" value="75714512"/>	<input type="text" value="75714516"/>	<input type="text" value="2368223"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75714510"/>	<input type="text" value="75714513"/>	<input type="text" value="75870763"/>	<input type="text" value="2368224"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75714511"/>	<input type="text" value="75714514"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

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.

see attached _____ see attached _____ Date Signed _____

Name of Person Signing _____ Signature _____

RELEASE AND TERMINATION
OF
TRADEMARK SECURITY AGREEMENT
FOR TRADEMARK NOS. 2368223 AND 2368224 TOGETHER WITH
TRADEMARK APPLICATION NOS. 75714509, 75714510, 75714511, 75714512,
75714513, 75714514, 75714516 AND 75870763

WHEREAS, DERIVION CORPORATION, a Georgia corporation ("Derivion") did execute and deliver to Capital Z Financial Services Fund II, L.P., as Collateral Agent ("Capital Z") a certain Trademark Security Agreement dated as of February 2, 2001 and recorded with the United States Patent Trademark Office, and

WHEREAS, the Security Agreement granted, assigned and conveyed to Capital Z a security interest in Derivion's right, title, and interest in and to certain trademarks and trademark applications appearing on Schedule A attached hereto, and as described in the Security Agreement.

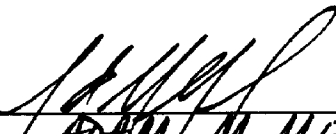
NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Capital Z does hereby cancel and terminate the Security Agreement, declare the same null and void, of no further force and effect, and further cancels and terminates its entire interest in all of the Trademarks described in the Security Agreement.

IN WITNESS WHEREOF, Capital Z Financial Services Fund II, L.P., as Collateral Agent, has caused this Release and Termination of Trademark Security Agreement to be duly executed as of this 21st day of May 2001.

CAPITAL Z FINANCIAL SERVICES
FUND II, L.P., as Collateral Agent

By: Capital Z Partners, L.P., its sole general partner

By: Capital Z Partners, Ltd., its sole general partner

By: 
Name: ADAM M. MIZEL
Title: SVP

SCHEDULE A

Service Mark, Registration No. 2,368,223 for the mark "DERIVION", registered July 18, 2000.

Service Mark, Registration No. 2,368,224 for the mark "DERIVION", registered July 18, 2000.

Trademark/Service Mark Application, Serial No. 75/714,509 for the mark "Internet Billing that Pays".

Trademark/Service Mark Application, Serial No. 75/714,510 for the mark "Internet Billing that Pays".

Trademark/Service Mark Application, Serial No. 75/714,511 for the mark "inetBiller".

Trademark/Service Mark Application, Serial No. 75/714,512 for the mark "inetBiller".

Trademark/Service Mark Application, Serial No. 75/714,513 for the mark "i" (stylized and design).

Trademark/Service Mark Application, Serial No. 75/714,514 for the mark "i" (stylized and design).

Trademark/Service Mark Application, Serial No. 75/714,516 for the mark "Plug.n.Profit".

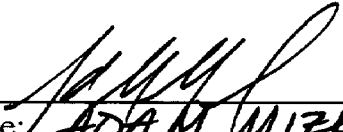
Trademark/Service Mark Application, Serial No. 75/870,763 for the mark "Billbox".

**SIGNATURE PAGE TO TRADEMARK RECORDATION COVER SHEET
CAPITAL Z FINANCIAL SERVICES FUND II, L.P., AS COLLATERAL
AGENT, AS CONVEYING PARTY, AND DERIVION CORPORATION,
AS RECEIVING PARTY**

CAPITAL Z FINANCIAL SERVICES
FUND II, L.P., as Collateral Agent

By: Capital Z Partners, L.P., its sole general partner

By: Capital Z Partners, Ltd., its sole general
partner

By: 
Name: ADAM MIZEL
Title: SVP