

10-09-2001

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings



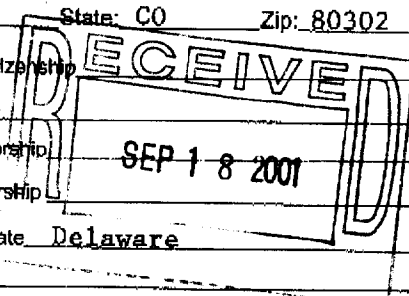
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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies): Silicon Valley Bank
Individual(s) Association
General Partnership Limited Partnership
Corporation-State
Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Athene Software, Inc.
Internal Address:
Street Address: 2060 Broadway, Suite 300
City: Boulder State: CO Zip: 80302
Individual(s) citizenship Association
General Partnership Limited Partnership
Corporation-State Delaware
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



3. Nature of conveyance:
Assignment Merger
Security Agreement Change of Name
Other Release of Security Interest
Execution Date: September 7, 2001

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s)
75663197
75663198
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Joe Ruble
Internal Address: CSG Systems International, Inc.
Street Address: 7887 E. Belleview, Suite 1000
Greenwood
City: Village State: CO Zip: 80111

6. Total number of applications and registrations involved: 2
7. Total fee (37 CFR 3.41): \$ 60.00
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.
Frank J. Amorosa, Name of Person Signing
Signature
9/12/01 Date
Total number of pages including cover sheet, attachments, and document: 2

10/05/2001 JJALLAN2 00000003 75663197
01 FC:481 40.00 0
02 FC:482 25.00 0

TRADEMARK REEL: 002379 FRAME: 0275

TERMINATION OF SECURITY INTEREST IN TRADEMARKS

THIS TERMINATION OF SECURITY INTEREST IN TRADEMARKS (hereinafter referred to as "this Termination"), is entered into as of the 7<sup>th</sup> day of September, 2001, by and among Silicon Valley Bank, a California Chartered Bank, Athene Software, Inc., a Delaware corporation, and CSG Systems, Inc., a Delaware corporation.

WITNESSETH

WHEREAS, Athene Software, Inc. is the owner of record of certain registered trademarks, as follows: (1) Word Mark: ATHENE SOFTWARE, Serial Number: 75663197, Filing Date: March 18, 1999; and (2) Word Mark: ATHENESOFT.COM, Serial Number: 75663198, Filing Date: March 18, 1999,

WHEREAS, the trademarks listed above shall be known collectively as the "Trademarks," and

WHEREAS, Silicon Valley Bank currently has perfected security interests in the Trademarks and other collateral described in financing statements filed in Colorado and Delaware, and

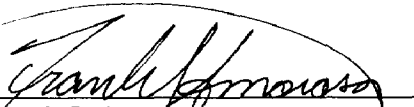
WHEREAS, in accordance with the terms and conditions of that certain Asset Purchase Agreement dated September 7, 2001, Athene Software, Inc. desires to transfer and convey its interests in and to the Trademarks to CSG Systems, Inc. free and clear of all security interests held by Silicon Valley Bank.

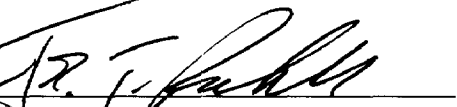
NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Silicon Valley Bank hereby releases its security interests in the Trademarks and all other collateral described in any and all financing statements filed by Silicon Valley Bank against Athene.

IN WITNESS WHEREOF, the Parties have executed this Agreement on the date first set forth above.


SILICON VALLEY BANK

CSG SYSTEMS, INC.

By:   
Frank J. Amoroso  
Vice President

By:   
Printed Name: J.R. T. Rible  
Title: SVP & G.L.

ATHENE SOFTWARE, INC.

By:   
Printed Name: Howard Kaushansky  
Title: CEO