

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

RE



101891691

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):

Terremark Worldwide, Inc.

10-9-01

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

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: September 5, 2001

2. Name and address of receiving party(ies)

Name: Ocean Bank

Internal Address:

Street Address: 780 N.W. 42nd Avenue

City: Miami State: FL Zip: 33126

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

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) 76/163,311

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Henry S. Kaplan, Esquire

Internal Address: 1500 Miami Center

10/31/2001 6TON11 00000047 501823 76163311

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

Street Address: 201 S Biscayne Boulevard

City: Miami State: FL Zip: 33131

6. Total number of applications and registrations involved:

3

7. Total fee (37 CFR 3.41): \$ 90.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

501823

(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.

Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and document:

2

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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 the Assignment.)

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)

76/163310	<input type="text"/>	<input type="text"/>
76/104002	<input type="text"/>	<input type="text"/>
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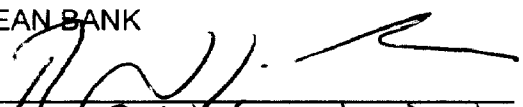
NOTICE OF SECURITY INTEREST AGREEMENT

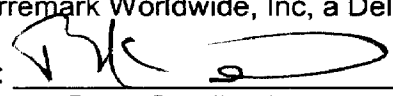
TERREMARK WORLDWIDE, INC., a corporation organized and existing under the laws of the state of Delaware and having an office at 2601 S. Bayshore Drive, Coconut Grove, Florida 33131, (hereinafter "TWW") and TERREMARK TRADEMARK HOLDINGS, INC., (hereinafter "TMH"), a wholly owned subsidiary of TWW, each hereby give notice that, pursuant to a Amended and Restated Security Agreement dated as of September 5, 2001 (the "Security Agreement"), they have granted to OCEAN BANK, a Florida chartered bank, having a principal address at 780 N. W. 42nd Avenue, Miami, Florida 33126 (hereinafter "OCEAN BANK") a security interest in and lien on the trademark and/or service marks and applications listed in Exhibit 1 attached hereto.

TWW and TMH have represented to Ocean Bank, and hereby represent, that they are the owners of such marks and applications, free and clear of all liens, charges, encumbrances, set-offs and claims of any kind or nature whatsoever and that they have not made and will not make any additional or different assignment, pledge, mortgage, hypothecation, transfer or grant of any rights in or to the aforesaid marks or applications, without the express written permission of OCEAN BANK, except as may be permitted by the Security Agreement.

IN WITNESS WHEREOF, the parties have caused this Notice of Security Interest Agreement to be signed by their duly authorized officers as of the 5th day of September, 2001.

OCEAN BANK

By: 
Ralph Gonzalez-Jacobs S.V.P
Terremark Worldwide, Inc, a Delaware corporation

By: 
Name: Brian Goodkind
Title: Executive Vice President

Terremark Trademark Holdings, Inc., a Florida corporation

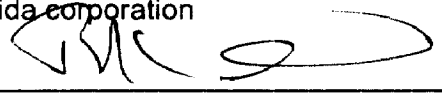
By: 
Name: Brian Goodkind
Title: Vice President

EXHIBIT I

<u>MARK</u>	<u>SERIAL NO.</u>
TERREMARK	76163311
TERRENAP	76163310
NAP OF THE AMERICAS	76104002