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

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Tibersoft Corporation, a Delaware corporation

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 10/16/01

2. Name and address of receiving party(ies)

Name: Burton M. Sack

Internal

Address: _____

Street Address: 415 L'Ambiance Drive, Ph D

City: Longboat Key State: FL Zip: 34228

Individual(s) citizenship USA

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) _____

B. Trademark Registration No.(s) 2341864,

2396779, 2396867

Additional number(s) attached Yes No

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

Name: John L. Koenig

Internal Address: _____

Street Address: White & McDermott, P.C.

65 William Street

City: Wellesley State: MA Zip: 02481

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: _____

DO NOT USE THIS SPACE

9. Signature.

John L. Koenig

Name of Person Signing

[Signature]
Signature

12/26/01
Date

3

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

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

01/02/2002 DBYRNE

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40.00 DP
50.00 DP

01 FC:481
02 FC:482

TRADEMARK
REEL: 2415 FRAME: 0879



INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement dated as of October 16, 2001 is between Tibersoft Corporation, a Delaware corporation with a principal office at One Research Drive, Westborough, Massachusetts 01581 (the "Grantor"), and Burton M. Sack (the "Secured Party").

RECITALS

Secured Party will make advances to Grantor ("Loans") as described in the Bridge Loan and Security Agreement between Secured Party and Grantor of even date herewith (the "Loan Agreement"), but only if Grantor grants Secured Party a security interest in Grantor's Intellectual Property Collateral.

AGREEMENT

Grantor grants Secured Party a security interest in all of its Intellectual Property Collateral (such as the Patents and Trademarks listed on Schedules A and B), and all proceeds (such as license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements rights throughout the world and all re-issues, divisions continuations, renewals, extensions and continuations-in-part.

This security interest is granted in conjunction with the security interest granted under the Loan Agreement. Secured Party's rights and remedies in the security interest are in addition to those in the Loan Agreement and those available in law or equity. Secured Party's rights powers and interests are cumulative with every right, power or remedy provided here. Secured Party's exercise of its rights, powers or remedies in this Agreement or the Loan Agreement does not preclude the simultaneous or later exercise of any or all other right, power or remedy.

IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed by its officers thereunto duly authorized as a sealed instrument as of the date first set forth above.

TIBERSOFT CORPORATION

BURTON M. SACK

By: /s/ Joshua D. Kruger _____

/s/ Burton M. Sack _____

SCHEDULE B

Trademarks

<u>Description</u>	<u>Registration/ Application Number</u>	<u>Registration/ Application Date</u>
ADCACHE	Registration No. 2341864	April 11, 2000
TIBERSOFT	Registration No. 2396779	October 24, 2000
Tibersoft logo/design	Registration No. 2396867	October 24, 2000