01-14-2002

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

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

Tab settings ⇨⇨⇨ ▼ ▼ ▼ ▼ ▼ ▼ ▼

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

1. Name of conveying party(ies):
Geac Enterprise Solutions, Inc.

☐ 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: Ableco Finance LLC
Internal Address:
Street Address: 425 Park Avenue
City: NY State: NY Zip: 10022

☐ Individual(s) citizenship
☐ 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

3. Nature of conveyance:
☐ Assignment ☐ Merger
☒ Security Agreement ☐ Change of Name
☐ Other
Execution Date: October 16, 2001

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
See attached schedule A
B. Trademark Registration No.(s)
See attached schedule A

Additional number(s) attached ☒ Yes ☐ No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Scott M. Kareff
Internal Address: Schulte Roth & Zabel LLP
Street Address: 919 Third Avenue
City: NY State: NY Zip: 10022

6. Total number of applications and registrations involved: 32

7. Total fee (37 CFR 3.41) $815
☐ Enclosed
☒ Authorized to be charged to deposit account

8. Deposit account number:
Schulte Roth & Zabel - 500675
(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.

Scott M. Kareff — Name of Person Signing
Signature
December 4, 2001 — Date

Total number of pages including cover sheet, attachments, and document: 9

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

01/11/2002 DBYRNE 00000243 500675 1972181
01 FC:481 40.00 CH
02 FC:482 775.00 CH

Mark	Application No.	Registration No.
OPEN MILLENNIUM		1,972.181
ALLTAX		1,051,542
AP+		1,226,510
A/P PLUS		1,210,321
DISTRIBUTION STREAM		1,940,166
EXPERTLINK		1,396,595
FA+		1,210,320
F/A PLUS		1,210,319
GL+		1,226,508
HR STREAM		1,871,821
INTERQ		1,922,839
MANUFACTURING STREAM		1,940,170
STREAMBUILDER		1,974,137
TOTALHR		1,943,234
ALLTAX		909,147
ALLTAX2		1,582,343
COHOST		2,122,338
DESIGN MARK		1,858,472
MILLENNIUM		1,934,774
SMARTSTEP		1,964,702
SMARTSTREAM		1,817,373
ALLTAX		1,266,946
GEAC ENTERPRISE SOLUTION (stylized)	76/191,152	
GEAC ENTERPRISE SOLUTION	76/191/153	
APPCARE	76/191,157	
PYRAMAZ	76/092/002	
PROCESSCARE	76/191,156	
EVOLUTIONLIZING YOUR BUSINESS	76/154.259	
THR		1,900,452
A (stylized)		1,812,447
INFORMATION EXPERT		1,396,596
MILLENNIUM		1,428,812

EXHIBIT A

ASSIGNMENT FOR SECURITY

(TRADEMARKS)

WHEREAS, GEAC ENTERPRISE SOLUTIONS, INC. (the "Assignor") has made certain representations and warranties in the Security Agreement (as defined below) and related documents with respect to the trademarks and service marks listed on the annexed Schedule 1A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Assignor, has entered into a Security Agreement, dated October 16, 2001 (the "Security Agreement"), in favor of ABLECO FINANCE LLC, as agent for certain lenders (the "Assignee");

WHEREAS, pursuant to the Security Agreement, the Assignor has assigned to the Assignee and granted to the Assignee for the benefit of the lenders a continuing security interest in all right, title and interest of the Assignor in, to and under the Trademarks, together with, among other things, the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations (as defined in the Security Agreement);

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor does hereby pledge, convey, sell, assign, transfer and set over unto the Assignee and grants to the Assignee for the benefit of the lenders a continuing security interest in the Collateral to secure the prompt payment, performance and for the benefit of the lenders observance of the Secured Obligations.

The Assignor does hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, the Assignor has caused this Assignment for Security to be duly executed by its officer thereunto duly authorized as of October 16, 2001.

GEAC ENTERPRISE SOLUTIONS, INC.

By: H. Anganu

Name: Hema Anganu
Title: Authorized Officer

NY12534:81381.3

AFFIDAVIT OF CORPORATE SIGNING AUTHORITY

CANADA)
PROVINCE OF ONTARIO)
TO WIT:)

I, Hema Anganu, of the City of Toronto, in the Province of Ontario, **MAKE OATH AND SAY:**

1. I am an officer or director or duly authorized signatory of GEAC ENTERPRISE SOLUTIONS, INC., a Georgia corporation (the "Corporation"), named in the within or annexed instrument.

2. I am authorized by the Corporation to execute the within instrument.

SWORN BEFORE ME at the City of Toronto, in the Province of Ontario, this 16th day of October, 2001

Ruth Klein
A Notary Public in and for the Province of Ontario

H. Anganu
Hema Anganu
Authorized Officer

NY12534:81381.3

CANADA)
PROVINCE OF ONTARIO)
TO WIT:)

AFFIDAVIT OF EXECUTION

I Ruth Klein, of the City of Toronto, in the province of Ontario, a Notary Public in and for the Province of Ontario, by Royal Authority duly appointed, make oath and say:

1. I was personally present and did see Hema Anganu, who is personally known to me to be the duly authorized signatory of GEAC ENTERPRISE SOLUTIONS, INC., a Georgia corporation (the "Corporation"), duly sign and execute the foregoing instrument for the purposes named therein.

2. That the instrument was executed at the City of Toronto, in the Province of Ontario, and that I am the subscribing witness thereto.

3. That I know the said Hema Anganu and she is in my belief of the full age of twenty-one years.

SWORN BEFORE ME at the City of)
Toronto, in the Province of Ontario,)
this 16th day of October, 2001)
)
) Ruth Klein
Shelley R. Isenberg)
A Notary Public in and for the
Province of Ontario

NY12534:81381.3

SCHEDULE 1A TO ASSIGNMENT FOR SECURITY

(TRADEMARKS APPLICATIONS)

SEE ATTACHED PAGE

6675.1

Mark	Application No.	Registration No.
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