

01-28-2002



101790/108958

101960620

To the Honorable Commissioner of Patent

attached original documents or copy thereof.

1. Name of conveying party(ies):
VIRTUAL ACCESS NETWORKS, INC.
1-15-02
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-Delaware
 Other

2. Name and address of receiving party(ies)
Name: **STATA VENTURE PARTNERS, LLC**
Street Address: **194 Claybrook Road**
City: **Andover** State: **MA** Zip: **02036**
 Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State
 Other **Delaware Limited Liability Company**

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other

If assigned is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

Execution Date: **October 24, 2001**

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
75/836,301 (PCMOVINGVAN)
76/157,098 (THE VAN)
76/156,831 (VIRTUAL ACCESS NETWORKS)
Additional number(s) attached Yes No

B. Trademark Application No.(s)
76/196,087 (VIRTUAL ACCESS NETWORKS & Design)
76/196,381 (THE VAN & Design)
 Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: **Marie M. Nuguid, Senior Legal Assistant**
Internal Address:
Street Address: **Goodwin Procter LLP**
Exchange Place, 53 State Street
City: **Boston** State: **MA** Zip: **02109-2881**

6. Total number of applications and registrations involved: **5**
7. Total fee (37 CFR 3.41) **\$140.00**
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number: **07-1700**
(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.
Marie M. Nuguid, Senior Legal Asst
Name of Person signing *Marie M. Nuguid* Signature December 5, 2001 Date

Total number of pages include cover sheet, attachments, and document: **5 pages**
01/25/2002 DBYRNE 00000350 75036301
Mail documents to be recorded with required cover sheet information to:
40.00 OP
100.00 OP
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231
JAN 15 2002

01 FC:481
02 FC:482
LIBC/1330635.1

EXHIBIT E

NOTICE OF SECURITY INTEREST

(Trademarks)

WHEREAS, Virtual Access Networks, Inc., a Delaware corporation (herein referred to as "Assignor"), has adopted, used and is using the trademarks listed on the annexed Schedule 2-A, which trademarks are registered in the United States Patent and Trademark Office, or are applications pending in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, Assignor is obligated to Stata Venture Partners, LLC (herein referred to as "Assignee"), pursuant to the Notes (as defined in the Agreement) and has entered into a Security Agreement dated the date hereof (the "Agreement") with Assignee; and

WHEREAS, pursuant to the Agreement, Assignor has granted to Assignee a security interest in, and mortgage on, all right, title and interest of Assignor in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the applications and registration thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof for the full term of the Trademarks (the "Collateral"), to secure the prompt payment, performance and observance of any obligation owned to Assignee pursuant the Purchase Agreement (as defined in the Agreement), the Notes, or any related document now or hereafter owing by the Assignor (the "Obligations").

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby further grant to Assignee a security interest in, and mortgage on, the Collateral to secure the prompt payment, performance and observance of the Obligations (or any guaranty thereof) now or hereafter owing by the Assignor.

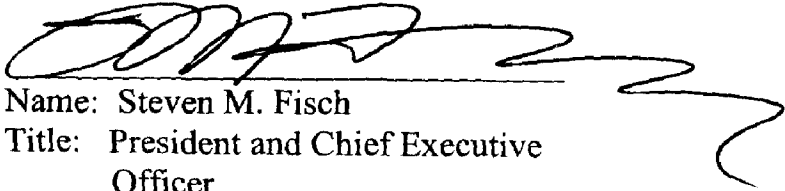
Assignor does hereby further acknowledge and affirm that the rights and remedies of Assignee with respect to the security interest in and mortgage on the Collateral made and granted hereby are more fully set forth in the Agreement, the terms and provisions of which are hereby incorporated herein by reference as is fully set forth herein.

Assignee's address is 194 Claybrook Road, Dover, Massachusetts 02030.

[Signature Page to Follow]

IN WITNESS WHEREOF, Assignor has caused this Notice of Security Interest to be duly executed by its officer thereunto duly authorized as of the 24th day of October, 2001.

VIRTUAL ACCESS NETWORKS, INC.

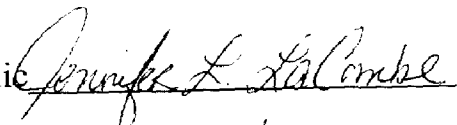
By: 
Name: Steven M. Fisch
Title: President and Chief Executive Officer

COMMONWEALTH OF MASSACHUSETTS)

COUNTY OF ESSEX)

On this 24 day of October, 2001, before me appeared Steven M. Fisch to me personally known, who, being by me duly sworn, did depose and say that he is the President and Chief Executive Officer of Virtual Access Networks, Inc., the corporation named in and which executed the foregoing instrument; that being duly authorized he did execute the foregoing instrument on behalf of the corporation therein named; and that the foregoing instrument is the free and authorized act and deed of said corporation.

Given under my hand and seal in Lawrence, Massachusetts, this 24 day of October, 2001.

Notary Public 
My commission Expires: May 2008
(Seal)

SCHEDULE 2-A

VIRTUAL ACCESS NETWORKS, INC.

TRADEMARKS

<u>TRADEMARK</u>	<u>SERIAL NUMBER</u>	<u>FILING DATE</u>	<u>APPLICATION NO.</u>
PCMOVINGVAN	75/836,301	11/01/1999	75/836,301
THE VAN	76/157,098	10/31/2000	76/157,098
VIRTUAL ACCESS NETWORKS	76/156,831	10/31/2000	76/156,831
VIRTUAL ACCESS NETWORKS (and design)	76/196,087	01/18/2001	76/196,087
THE VAN (and design)	76/196,381	01/18/2001	76/196,381

LIBC/1293996.1

Marie M. Nuguid
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mnuguid@
goodwinprocter.com

Goodwin Procter LLP
Counsellors at Law
Exchange Place
Boston, MA 02109
T: 617.570.1000
F: 617.523.1231

December 5, 2001

Via Certified Mail

Director, U.S. Patent and Trademark Office
Box Assignment
Washington, D.C. 20231

**Re: Trademark Request for Recordation of Security Agreement
Goodwin Procter Trademark Case No: 101790/108958**

Dear Director:

Enclosed please find the following documents for recordation:

1. Trademark Request for Recordation cover sheet;
2. Notice of Security Interest (4 pages);
3. Check in the amount of \$140.00 for the recordation fees pursuant to 37 C.F.R. § 3.41; and
3. Return postcard for acknowledgment of your receipt of these documents.

The Director is hereby authorized to charge any additional fees which may be required, or credit any overpayment, to Deposit Account No. 07-1700.

If you have any questions regarding these documents, please call me at (617) 570-1310.

Sincerely,



Marie M. Nuguid
Senior Legal Assistant

Enclosures

cc: Michael C. Betts, Esq.(w/ encl.)
Bradley A. Jacobson, Esq. (w/encl.)

LIBC/1330643.1