

02-06-2002

FORM PTO-1595

1-31-92

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

1.77-02

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

1. Name of conveying party(ies):
Business Engine Software Corporation *RE*
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
Name: Silicon Valley Bank
Internal Address: HA155

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other **Correction to Filing:** Please replace old cover sheet with this new one, enlisting the correct trademark numbers. It should be filed as a Security Agreement.
Execution Date: 12/11/01

Street Address: 3003 Tasman Drive
City: Santa Clara State: CA ZIP: 95054
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or trademark number(s):
If this document is being filed together with a new application, the execution date of the application is: -----

A. Trademark Application No.(s)	B. Trademark No.(s)
76/055,255 74/297,952	75/090,530
74/312,168 74/297,951	74/453,594
74/312,171 76/088,741	74/453,595
76/084,848	75/090,532
78/013,115	
78/013,123	

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: **Silicon Valley Bank**
Internal Address: Loan Documentation HA155
Street Address: 3003 Tasman Dr.
City: Santa Clara State: Ca ZIP: 95054

6. Total number of applications and trademark involved: 13
7. Total fee (37 CFR 3.41): \$(Already Paid)
 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.
Maribel Arteaga
Name of Person Signing
Maribel Arteaga
Signature
12/11/2001
Date

Total number of pages comprising cover sheet: 14

REC

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9.2401



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

1. Name of conveying party(ies):
Business Engine Software Corporation

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

2. Name and address of receiving party(ies):
Name: Silicon Valley Bank
Internal Address: HA155

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

Execution Date: **06/11/2001**

Street Address: 3003 Tasman Drive
City: Santa Clara State: CA ZIP: 95054

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or trademark number(s):
If this document is being filed together with a new application, the execution date of the application is: -----

A. Trademark Application No.(s)
~~76/055,255~~
76/084,848
78/013,115
78/013,123
76/088,741

B. Trademark No.(s)
TX4-813,948 TXU756,830 74/297,951
TX4-817,162 TX4-178,643 75/090,530
TX4-184,222 TX4-214,303 74/453,594
TX4-325,389 74/312,168 74/453,595
TX4-182,221 74/312,171 75/090,532
TX4-817,160 74/297,952

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: **Silicon Valley Bank**
Internal Address: Loan Documentation HA155

Street Address: 3003 Tasman Dr.
City: Santa Clara State: Ca ZIP: 95054

6. Total number of applications and trademark involved: **22**

7. Total fee (37 CFR 3.41): \$0
 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.

Maribel Arteaga
Name of Person Signing

Maribel Arteaga
Signature

09/19/01
Date

Total number of pages comprising cover sheet: **12**

6.25.01



JUN 26 2001

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

1. Name of conveying party(ies):
Business Engine Software Corporation

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

2. Name and address of receiving party(ies):
 Name: **Silicon Valley Bank**
 Internal Address: **HA155**

Street Address: **3003 Tasman Drive**

City: **Santa Clara** State: **CA** ZIP: **95054**

Additional name(s) & address(es) attached? Yes No

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

Execution Date: **06/11/2001**

4. Application number(s) or trademark number(s):
 If this document is being filed together with a new application, the execution date of the application is: _____

A. Trademark Application No.(s)			B. Trademark No.(s)
TX4-813,948	TXU756,830	76/084,848	75/090,530
TX4-817,162	TX4-178,643	78/013,115	74/453,594
TX4-184,222	TX4-214,303	78/013,123	74/453,595
TX4-325,389	76/055,255	74/297,952	75/090,532
TX4-182,221	74/312,168	74/297,951	
TX4-817,160	74/312,171	76/088,741	

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: **Silicon Valley Bank**
 Internal Address: **Loan Documentation HA155**

Street Address: **3003 Tasman Dr.**
 City: **Santa Clara** State: **Ca** ZIP: **95054**

6. Total number of applications and trademark involved: **22**

7. Total fee (37 CFR 3.41): **\$565.00**
 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.

Maribel Arteaga
 Name of Person Signing

Maribel Arteaga
 Signature

06/18/01
 Date

Total number of pages comprising cover sheet: 11

INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement dated June 11, 2001 is between SILICON VALLEY BANK ("Bank") and BUSINESS ENGINE SOFTWARE CORPORATION ("Grantor").

RECITALS

A. Bank will make advances to Grantor ("Loans") as described in the Loan and Security Agreement (the "Loan Agreement"), but only if Grantor grants Bank a security interest in its Copyrights, Trademarks, Patents, and Mask Works.

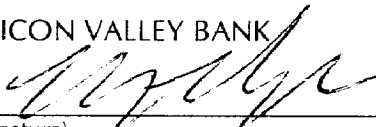
B. Grantor has granted Bank a security interest in all of its right, title and interest, presently existing or later acquired to all the Collateral.

AGREEMENT

Grantor grants Bank a security interest in all of its right, title and interest in its Intellectual Property Collateral (such as the Copyrights, Patents, Trademarks and Mask Works listed on Schedules A, B, C, and D), 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. Bank's rights and remedies in the security interest are in addition to those in the Loan Agreement and the other Loan Documents, and those available in law or equity. Bank's rights powers and interests are cumulative with every right, power or remedy provided here. Bank's exercise its rights, powers or remedies in this Agreement, the Loan Agreement or any other Loan Document, does not preclude the simultaneous or later exercise of any or all other right, power or remedy.

SILICON VALLEY BANK



(Signature)

Senior Vice President

(Title)

BUSINESS ENGINE SOFTWARE CORPORATION:



(Signature)

Chief Financial Officer

(Title)

EXHIBIT B

Patents

Description

Registration/
Application
Number

Registration/
Application
Date

Exhibit "C"
**BUSINESS ENGINE SOFTWARE
CORPORATION**
Trademarks

Trademark Report by Mark
Status: REGISTERED

Printed: 6/11/2001

Page 1

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
BUSINESS ENGINE 5.0							
UNITED STATES	57276-029			7/2/1998	TX4-813,948	REGISTERED	
BUSINESS ENGINE 5.1							
UNITED STATES	57276-030			7/2/1998	TX4-817,162	REGISTERED	
BUSINESS ENGINE PORTFOLIO 1.0a							
UNITED STATES	57276-034				TX4-184,222	REGISTERED	
BUSINESS ENGINE RESOURCESERVER 1.1							
UNITED STATES	57276-035				TX4-325,389	REGISTERED	
MICRO-FRAME PROGRAM MANAGER 3.0							
UNITED STATES	57276-36				TX4-182,221	REGISTERED	
MICRO-FRAME PROGRAM MANAGER FOR WINDOWS 2.0							
UNITED STATES	57276-031			7/2/1998	TX4-817,160	REGISTERED	
PROJECT MANAGEMENT MATURITY MODEL							
UNITED STATES	57276-039				TXU-756,830	REGISTERED	
PROJECTSERVER 4.2							
UNITED STATES	57276-037				TX4-178,643	REGISTERED	
TIMESERVER 1.0							
UNITED STATES	57276-038				TX4-214,303	REGISTERED	

END OF REPORT

TOTAL ITEMS SELECTED 9

**BUSINESS ENGINE SOFTWARE
CORPORATION**

Trademark Report by Country

Printed: 5/10/2001

Page 1

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
AUSTRALIA							
57276-54	BUSINESS ENGINE	11/23/2000	858280			PENDING	9
57276-57	BUSINESS ENGINE NETWORK	12/18/2000	860913			PENDING	42
57276-59	BUSINESSENGINE.NET	12/18/2000	860915			PENDING	42
CANADA							
57276-53	BUSINESS ENGINE	11/24/2000	1084185			PENDING	9
57276-56	BUSINESS ENGINE NETWORK	12/18/2000	1086770			PENDING	42
57276-58	BUSINESSENGINE.NET	12/18/2000	1086711			PENDING	42
EUROPEAN UNION (CTM)							
57276-027	BUSINESS ENGINE	4/1/1996	153296	5/12/1998	153296	REGISTERED	9,35,41
57276-025	MICRO-FRAME	4/1/1996	153320	4/1/1996	153320	REGISTERED	9,16,41
57276-028	PORTFOLIO	4/1/1996	153163			PENDING	9,16
UNITED STATES							
57276-32	BUSINESS ENGINE	5/24/2000	78,055,257			PENDING	9
57276-20	BUSINESS ENGINE	9/9/1992	74,312,168	3/22/1994	1,827,924	REGISTERED	9
57276-6	BUSINESS ENGINE	9/9/1992	74,312,171	5/17/1994	1,837,249	REGISTERED	35,41
57276-43	BUSINESS ENGINE	7/7/2000	76,084,848			PENDING	42

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
<i>UNITED STATES continued . . .</i>							
57276-029	BUSINESS ENGINE 5.0			7/2/1998	TX4-813,948	REGISTERED	
57276-030	BUSINESS ENGINE 5.1			7/2/1998	TX4-817,162	REGISTERED	
57276-40	BUSINESS ENGINE NETWORK	6/16/2000	7/013,115			PENDING	42
57276-034	BUSINESS ENGINE PORTFOLIO 1.0a				TX4-184,222	REGISTERED	
57276-035	BUSINESS ENGINE RESOURCESERVER 1.1				TX4-325,389	REGISTERED	
57276-41	BUSINESSENGINE.NET	6/16/2000	7/013,123			PENDING	35,42
57276-26	MICRO-FRAME	7/23/1992	7/097,952	3/30/1993	1,761,183	REGISTERED	9
57276-23	MICRO-FRAME	7/23/1992	7/097,951	3/30/1993	1,761,786	REGISTERED	41
57276-36	MICRO-FRAME PROGRAM MANAGER 3.0				TX4-182,221	REGISTERED	
57276-031	MICRO-FRAME PROGRAM MANAGER FOR WINDOWS 2.0			7/2/1998	TX4-817,160	REGISTERED	
57276-42	MISCELLANEOUS DESIGN	7/10/2000	75/096,741			PENDING	09,35,41 42
57276-22	PORTFOLIO	4/18/1996	75/090,530	10/28/1997	2,108,409	REGISTERED	9
57276-039	PROJECT MANAGEMENT MATURITY MODEL				TXU-756,830	REGISTERED	
57276-24	PROJECTSERVER	10/29/1993	74/453,594	8/1/1995	1,908,227	REGISTERED	9

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
57276-037	PROJECTSERVER 4.2				TX4-178,643	REGISTERED	
57276-19	PROJECTTEAM	10/29/1993	[REDACTED]	8/1/1995	1,908,228	REGISTERED	9
57276-21	RESOURCESERVER	4/18/1996	[REDACTED]	3/4/1997	2,042,001	REGISTERED	9
57276-038	TIMESERVER 1.0				TX4-214,303	REGISTERED	

END OF REPORT

TOTAL ITEMS SELECTED 31

EXHIBIT C

Trademarks

Description

Registration/
Application
Number

Registration/
Application
Date

EXHIBIT A

Copyrights

Description

Registration/
Application
Number

Registration/
Application
Date

EXHIBIT D

Mask Works

Description

Registration/
Application
Number

Registration/
Application
Date



UNITED STATES DEPARTMENT OF COMMERCE

Patent and Trademark Office

ASSISTANT SECRETARY AND COMMISSIONER

OF PATENTS AND TRADEMARKS

Washington, D.C. 20231

SEPTEMBER 07, 2001

PTAS



101768022A

SILICON VALLEY BANK
MARIBEL ARTEAGA
3003 TASMAN DR.
SANTA CLARA, CA 95054

UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF NON-RECORDATION OF DOCUMENT

DOCUMENT ID NO.: 101768022

THE ENCLOSED DOCUMENT HAS BEEN EXAMINED AND FOUND NON-RECORDABLE BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. THE REASON(S) FOR NON-RECORDATION ARE STATED BELOW. DOCUMENTS BEING RESUBMITTED FOR RECORDATION MUST BE ACCOMPANIED BY A NEW COVER SHEET REFLECTING THE CORRECT INFORMATION TO BE RECORDED AND THE DOCUMENT ID NUMBER REFERENCED ABOVE.

THE ORIGINAL DATE OF FILING OF THIS ASSIGNMENT DOCUMENT WILL BE MAINTAINED IF RESUBMITTED WITH THE APPROPRIATE CORRECTION(S) WITHIN 30 DAYS FROM THE DATE OF THIS NOTICE AS OUTLINED UNDER 37 CFR 3.51. THE RESUBMITTED DOCUMENT MUST INCLUDE A STAMP WITH THE OFFICIAL DATE OF RECEIPT UNDER 37 CFR 3. APPLICANTS MAY USE THE CERTIFIED PROCEDURES UNDER 37 CFR 1.8 OR 1.10 FOR RESUBMISSION OF THE RETURNED PAPERS, IF THEY DESIRE TO HAVE THE BENEFIT OF THE DATE OF DEPOSIT IN THE UNITED STATES POSTAL SERVICE.

SEND DOCUMENTS TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231. IF YOU HAVE ANY QUESTIONS REGARDING THIS NOTICE, YOU MAY CONTACT THE INDIVIDUAL WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723.

1. THE NUMBERS LISTED IN BOX 4A BEGINNING WITH "TX4" REQUIRE THE SERIES CODES IN FRONT OF THE NUMBERS. PLEASE REVISE COVER SHEET TO REFLECTING THE SERIAL NUMBERS IN BOX 4A IN THE PROPER FORMAT FOR RECORDING AND LIST ANY REGISTERED NUMBERS IN BOX 4B. WHEN RESPONDING, RETURN ALL THE ATTACHED PAGES INCLUDING THIS NON RECORDATION NOTICE.

DIANE RUSSELE, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

RECORDED: 01/22/2002

TRADEMARK
REEL: 002437 FRAME: 0361