

04-15-2002

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office



102055775

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

446-205

1. Name of conveying party(ies):

Lumenare Networks

- 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: 3/29/2002

2. Name and address of receiving party(ies)

Name: GATX Ventures, Inc.

Internal Address: Attn: Legal Department

Street Address: 3687 Mt. Diablo Blvd., Ste 200

City: Lafayette State: CA Zip: 94549

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- 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) 76/285031, 76/286163

B. Trademark Registration No.(s) 2536593

Additional number(s) attached Yes No

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

Name: GATX Ventures, Inc.

Internal Address: Attn: Legal Department

Street Address: 3687 Mt. Diablo Blvd.

Suite 200

City: Lafayette State: CA Zip: 94549

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.

Maureen C. Dellinger, Counsel

Name of Person Signing
GATX Ventures, Inc.

Maureen C. Dellinger
Signature

April 11, 2002
Date

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

04/16/2002 BTM11 0000055 76285031

01 FC:481
02 FC:482

40.00 OP
50.00 OP

TRADEMARK
REEL: 002482 FRAME: 0682

GRANT OF SECURITY INTEREST

TRADEMARKS

THIS GRANT OF SECURITY INTEREST, dated as of March 29, 2002, is executed by LUMENARE NETWORKS, a California corporation ("Debtor"), in favor of GATX VENTURES, INC. ("Secured Party").

A. Pursuant to a Venture Loan and Security Agreement, dated as of August 1, 2002 (as amended from time to time, the "Agreement") among Debtor and the Secured Party, the Secured Party has agreed to extend certain credit facilities to Debtor upon the terms and subject to the conditions set forth therein;

B. Debtor owns the registered trademarks, service marks (and applications and registrations therefor), of the United States, more particularly described on Schedules 1-A and 1-B annexed hereto as part hereof (collectively, the "Trademarks");

C. Pursuant to the Agreement, Debtor has granted to Secured Party a security interest in all right, title and interest of Debtor in and to the Trademarks, together with associated goodwill, and all proceeds thereof, including 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 the Obligations, as defined in the Agreement;

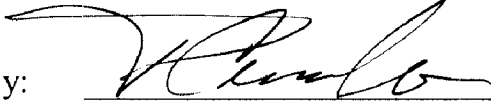
NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Debtor does hereby further grant to Secured Party a security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations.

Debtor does hereby further acknowledge and affirm that the rights and remedies of Secured Party with respect to the security interest in the Collateral granted hereby are more fully set forth in the Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

Secured Party's address is: GATX Ventures, Inc.
 3687 Mount Diablo Blvd., Suite 200
 Lafayette, California 94549

IN WITNESS WHEREOF, Debtor has caused this instrument to be executed as of the day and year first written above.

LUMENARE NETWORKS

By: 

Name: Phillip V. Cavallo
Title: President and CEO

SCHEDULE 1-A TO GRANT OF SECURITY INTEREST

TRADEMARKS

Trademark	Registration Number	Registration Date
LabMagic	2,536,593	

SCHEDULE 1-B TO GRANT OF SECURITY INTEREST

TRADEMARK APPLICATIONS

Trademark Application	Application Number	Application Date
Lumenare Networks	76/285031	
Dynamic Remote Lab DRL & design	76/286163	

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