

04-25-2002

ET

Docket No.:



Y

102067246

Tab settings

To the Honorable Commissioner of Pat.

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

COMERICA BANK-CALIFORNIA as successor in interest to Imperial Bank

- Individual(s)
- General Partnership
- Corporation-State
- Other California Chartered Bank

Additional names(s) of conveying party(ies)  Yes  No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Termination and Release of Security Interest
- Merger
- Change of Name

Execution Date: January 24, 2002

2. Name and address of receiving party(ies):

Name: netLibrary, Inc.

Internal Address:

Street Address: 3080 Center Green Drive

City: Boulder State: CO ZIP: 80301

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

If assignee is not domiciled in the United States, a domestic designation is  Yes  N  
(Designations must be a separate document from Additional name(s) & address(es)  Yes  N

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

75/656,523 75/655,956 75/655,517  
75/655,523

Additional numbers

B. Trademark Registration No.(s)

2,486,517 2,419,989

Yes  No

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

Name: Cory M. Amron, Esquire

Internal Address:

Vorys Sater Seymour and Pease, LLP

Street Address: 1828 L Street, N.W.; 11th Floor

City: Washington State: DC ZIP: 20036

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41):.....\$ \$165.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

22-0585

04/24/2002 6TON11 00000094 75656523

DO NOT USE THIS SPACE

01 FC:481 40.00 OP  
02 FC:482 125.00 OP

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.

Cory M. Amron

Name of Person Signing

*Cory Amron*

Signature

April 19, 2002

Date

Total number of pages including cover sheet, attachments, and

7

TRADEMARK

REEL: 2490 FRAME: 0463

## TERMINATION AND RELEASE OF SECURITY INTEREST

WHEREAS, NETLIBRARY, INC. ("GRANTOR"), a Delaware corporation with a place of business at 3080 Center Green Drive, Boulder, Colorado 80301, and COMERICA BANK-CALIFORNIA, a California chartered bank ("SECURED PARTY"), successor in interest to Imperial Bank, with a place of business at 226 Airport Parkway, San Jose, California 95110-1024, a Delaware corporation, are parties to an Intellectual Property Security Agreement dated August 28, 2001 ("the Security Agreement"), pursuant to which GRANTOR conveyed to SECURED PARTY a security interest in and certain other rights with respect to the collateral described in the Security Agreement or thereafter acquired, including, but not limited to the copyrights and applications therefor listed on Exhibit A, the patent applications therefor listed on Exhibit B and the trademarks and applications and registrations therefor listed on Exhibit C, all of which are attached to and made a part of this Termination and Release of Security Interest; and

WHEREAS, GRANTOR recorded the Security Agreement at the Copyright Office, at the Trademark Office at Reel/ Frame 2387/0049 and at the Patent Office at Reel/Frame 012334/0744;

WHEREAS, SECURED PARTY became successor in interest to Imperial Bank and assumed all of Imperial Bank's rights, interests and obligations under the Security Agreement; and

WHEREAS, SECURED PARTY, for consideration received from GRANTOR, has agreed to release and terminate its security interest in and to assign to GRANTOR all of SECURED PARTY's rights with respect to the collateral described in the Security Agreement or thereafter acquired, including, but not limited to the copyrights and applications therefor listed on Exhibit A, the patent applications therefor listed on Exhibit B and trademarks and applications and registrations therefor listed on Exhibit C.

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, SECURED PARTY has released and terminated and does hereby release and terminate its security interest in and assign to GRANTOR, all of SECURED PARTY's rights with respect to the collateral described in the Security Agreement or thereafter acquired, including, but not limited to copyrights, patents, trademarks and applications and registrations therefor listed on Exhibits A, B and C, respectively.

IN WITNESS WHEREOF, SECURED PARTY has caused this instrument to be executed by its duly authorized officer or representative effective as of the date indicated below.

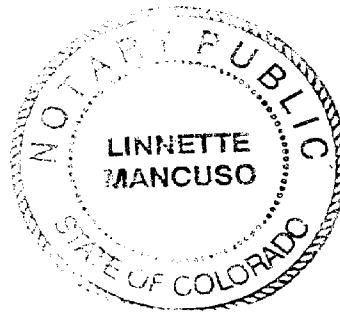
COMERICA BANK-CALIFORNIA

Date: January 24, 2002

By:  \_\_\_\_\_

Name: ED MESSMAN

Title: VP



STATE OF Colorado )  
 ) ss:  
COUNTY OF Denver )

On this 4<sup>TH</sup> day of April, 2002, before me, a Notary Public in and for the above-mentioned jurisdiction, personally appeared Ed Messman, to me known and known to be the Vice President/General of Comerica Bank-California, and who acknowledged to me that he or she executed the foregoing Termination and Release of Security Interest pursuant to authority duly received.

  
\_\_\_\_\_  
Notary Public

**Exhibit A**  
**Copyrights**

Description	Registration Number	Registration Date
<p>netLibrary's Hosting Platform containing the proprietary code base created to (a) associate collections of purchased eBooks with the customer who purchased those books and other authorized organizations, (b) grant access to those eBooks only to designated patrons or patron-groups of a customer, (c) control access to eBooks by enforcing viewing limits and copyright protections, and (d) allow patrons and customer representatives to search and access both the metadata associated with content as well as the content itself.</p>	<p>[To be provided once registered]</p>	<p>[To be provided once registered]</p>

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**TRADEMARK**  
**REEL: 002387 FRAME: 0065**

**TRADEMARK**  
**REEL: 2490 FRAME: 0467**

**Exhibit B**  
**Patents**

<u>DESCRIPTION</u>	<u>REGISTRATION/SERIAL NUMBER</u>	<u>REGISTRATION/APPLICATION DATE</u>
Electronic Bookshelf with Multi-User Features	09/006,815	January 14, 1998

**Notes**

1. Pending U.S. patent application directed to various methodologies for managing the transmission of information over a computer network, such as the Internet. All claims, except for three, stand allowed. A "Reply after Final" was submitted in an effort to overcome the rejection with respect to the excepted claims.
2. Based up a Patent Cooperation Treaty application, there are applications pending in Australia, Brazil, Canada, China, Europe, Japan, Mexico, Singapore and South Korea. The "Requests for Examination" were timely filed in Australia, China and Europe. The filing dates of the "Request for Examination" for Canada, South Korea, and Japan have not yet come due. Mexico and Singapore do not require "Request for Examination". Applications for these two countries are pending.

Cary Cary/PA/10162469.6  
1090371-900000**TRADEMARK**  
**REEL: 002387 FRAME: 0056****TRADEMARK**  
**REEL: 2490 FRAME: 0468**

Exhibit C  
Trademarks

TRADEMARK	REGISTRATION/ APPLICATION NO.	REGISTRATION/ FILING DATE	STATUS AS OF 8/10/01
MetaText and Design (US)	2419989	1/9/01	Registered
MetaText and Design (US)	[To be provided]	[To be provided]	[Application in process]
NetLibrary (US)	75/537274	8/17/98	Preliminarily approved; in publication process.
NetLibrary and Design (US)	75/655,523	3/8/99	Approved for publication; has not been published yet.
netLibrary Interactive Knowledge and Design (US)	75/655,956	3/8/99	Approved for publication; has not been published yet.
E and Design (US)	75/655,517	3/8/99	Approved for publication; has not been published yet.
E and Design Argentina IC009	2.239.352	9/7/99	Examiner has matter under consideration
E and Design Argentina IC035	2.239.353	9/7/99	Published; awaiting examiner's report
E and Design Argentina IC041	2.239.354	9/7/99	Published; awaiting examiner's report
E and Design Australia 009, 035, 041	806110	9/6/99	Registered
E and Design Brazil IC009	821.968.238	9/8/99	Published for opposition
E and Design Brazil IC035	821.968.270	9/8/99	Published for opposition
E and Design Brazil IC040	821.968.254	9/8/99	Published for opposition
E and Design Brazil IC041	821.968.246	9/8/99	Published for opposition
E and Design Canada IC009, 035, 041	1,028,081	9/7/99	Response to Examiner's report due 9/21/01
E and Design Chile IC009	561,972	2/22/00	Registered
E and Design Chile IC035, 41	562,438	2/28/00	Registered
E and Design European Union IC009, 035, 041	001209775	1/29/01	Registered
E and Design Mexico IC09	635404	9/8/99	Registered
E and Design Mexico IC035	390179	9/8/99	Awaiting Examiner's determination
E and Design Mexico IC041	633984	9/8/99	Registered
E and Design South Africa IC009	99/16288	9/6/99	Administrative backlog; action expected 9/02
E and Design South Africa IC035	99/16289	9/6/99	Administrative backlog; action expected 9/02
E and Design South Africa IC041	99/16290	9/6/99	Administrative backlog; action expected 9/02
E and Design Venezuela IC009	99/015539	9/8/99	Awaiting Examiner's action
E and Design Venezuela IC035	99/015540	9/8/99	Awaiting Examiner's action
E and Design Venezuela IC041	99/015541	9/8/99	Awaiting Examiner's action
Knowledge Station European Union 001161157	001161157	6/13/00	Registered
netLibrary Interactive Knowledge Argentina IC009	2.239.349	9/7/99	Examiner has matter under consideration
netLibrary Interactive Knowledge Argentina IC035	2.239.350	9/7/99	Published; awaiting examiner's report

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**TRADEMARK**  
- REEL: 002387 FRAME: 0057

**TRADEMARK**  
REEL: 2490 FRAME: 0469

TRADEMARK	REGISTRATION/ APPLICATION NO.	REGISTRATION/ FILING DATE	STATUS AS OF 8/10/01
netLibrary Interactive Knowledge Argentina IC041	2.239.351	9/7/99	Published; awaiting examiner's report
netLibrary Interactive Knowledge Australia IC009,035,041,042	806109	9/6/99	Registered
netLibrary Interactive Knowledge Brazil IC009	821.968.262	9/8/99	Published for opposition
netLibrary Interactive Knowledge Brazil IC038	821.968.211	9/8/99	Published for opposition
netLibrary Interactive Knowledge Brazil IC040	821.968.220	9/8/99	Published for opposition
netLibrary Interactive Knowledge Brazil IC041	821.968.203	9/8/99	Published for opposition
netLibrary Interactive Knowledge Canada IC009,035,041	1,028,080	9/7/99	Response to examiner's report due 11/8/01
netLibrary Interactive Knowledge Chile IC009	460.432	9/8/99	Appealed; Denied
netLibrary Interactive Knowledge Chile IC035, IC041	460.433	9/8/99	Appealed; Denied
netLibrary Interactive Knowledge European Union IC009,035,041,042	001298777	1/29/01	Registered
netLibrary Interactive Knowledge Mexico IC009	633403	9/8/99	Registered
netLibrary Interactive Knowledge Mexico IC035	634359	9/8/99	Registered
netLibrary Interactive Knowledge Mexico IC041	438067	7/24/00	Application was re-filed after Mexican counsel failed to file a response; Awaiting Examiner's action on new application
netLibrary Interactive Knowledge South Africa IC009	99/16285	9/6/99	Administrative backlog; action expected 9/02
netLibrary Interactive Knowledge South Africa IC035	99/16286	9/6/99	Administrative backlog; action expected 9/02
netLibrary interactive knowledge South Africa IC041	99/16287	9/6/99	Administrative backlog; action expected 9/02
netLibrary Interactive Knowledge Venezuela IC009	99/015536	9/8/99	Awaiting Examiner's action
netLibrary Interactive Knowledge Venezuela IC035	99/015537	9/8/99	Awaiting Examiner's action
netLibrary Interactive Knowledge Venezuela IC041	99/015538	9/8/99	Awaiting Examiner's action

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RECORDED: 10/23/2001

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OFFICE OF THE REGISTERAR GENERAL

RECORDED: 04/19/2002

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