

06-07-2002

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



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

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

1. Name of conveying party(ies): iPolicy Networks, Inc. 47467 Fremont Boulevard Fremont, CA 94538

2. Name and address of receiving party(ies) Name: Morgan Stanley Venture Partners III, L.P. Internal Address: Building Four, Suite 250 Street Address: 3000 Sand Hill Road City: Menlo Park State: CA Zip: 94538

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

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other Notice of Additional Holders of Trademark Security Interest

Execution Date: May 31, 2002

If assignee is not domiciles 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)

76/200,298

76/026,606

B. Trademark No.(s)

06/07/2002 6TDN11 00000107 76200298

01 FC:481 02 FC:482

40.00 DP 25.00 DP

Additional numbers attached? Yes No

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

Name: Diana Sanchez Bentz

Internal Address:

Cooley Godward LLP

5 Palo Alto Square

Street Address: 3000 El Camino Real

City: Palo Alto State: CA Zip: 94306

6. Total number of applications and trademarks involved. 2

7. Total fee (37 CFR 3.41) \$ 65.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

03-3115

(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.

Diana Sanchez Bentz

Name of Person Signing

Signature

June 6, 2002

Date

Total number of pages including cover sheet, attachments, and documents: 5

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

SCHEDULE 1

ADDITIONAL SECURED PARTIES

Anthelion Capital II, L.P.
20045 Stevens Creek Blvd., Suite 2A/B
Cupertino, CA 95014
Attn: Amit Parikh
(a limited partnership)

Goel Family Partnership
c/o Prabhu Goel
98 Ridgeview Drive
Atherton, CA 94027-6464
(partnership)

Brad Brak
2444 Crocker Way
Antioch, CA 94509
(an individual)

The Vimal & Shubhangi Vaidya Revocable Living Trust
720 Vista Cerro Terrance
Fremont, CA 94539

Markus V. Bechtolsheim
Robert Koch St 9B,
Potsdam-Babelsberg, 14482 Germany
(an individual)

Pranav Shah
12552 Titus Ave
Saratoga, CA 95070
(an individual)

Morgan Stanley Venture Investors III, L.P.
3000 Sand Hill Road, Building Four, Suite 250
Menlo Park, CA 94025
Attn: William J. Harding
(a limited partnership)

The Rajat K. Gupta Family Irrevocable Trust
c/o McKinsey & Company, Inc.
3 Landmark Square, Suite 100
Stamford, CT 06901

The Morgan Stanley Venture Partners Entrepreneur Fund, L.P.
3000 Sand Hill Road, Building Four, Suite 250
Menlo Park, CA 94025
Attn: William J. Harding
(a limited partnership)

F&W Investments LLC – 2001
Two Palo Alto Square
Palo Alto, CA 94306
Attn: Laird Simons
(a limited liability company)

Greylock IX Limited Partnership
880 Witter St.
Waltham, MA 02451
Attn: Donald Sullivan
(a limited partnership)

Pankaj Parekh
1831 Parkview Green Circle
San Jose, CA 95131
(an individual)

Ram Paul Gupta
15000 Blue Gum Court
Saratoga, CA 95070
(an individual)

Alpha Ventures, LLC
c/o Anthony Moroyan
12002 Emerald Hill Lane
Los Altos, CA 94022
(a limited liability company)

Malvika Kumar
21801 Mount Eden Road
Saratoga, CA 95070
(an individual)

Manohar Mahavadi
34512 Willbridge Terrace
Fremont, CA 94555
(an individual)

Jamal Rabbani
4423 Bush Circle
Fremont, CA 94538
(an individual)

Morgan Stanley Venture Partners III, L.P.
3000 Sand Hill Road, Building Four, Suite 250
Menlo Park, CA 94025
(a limited partnership)

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Registrant/Applicant: **iPolicy Networks, Inc.**
Trademarks: **See Attached Schedule 2**

NOTICE OF ADDITIONAL HOLDERS OF TRADEMARK SECURITY INTEREST

WHEREAS, iPolicy Networks, Inc., a Delaware corporation, having its principal offices at 47467 Fremont Blvd., Fremont, CA 94538, has adopted, used or had an intent-to-use the trademarks listed in the attached **Schedule 2**, now registered or in the process of registration in the United States Patent and Trademark Office; and

WHEREAS, iPolicy Networks, Inc. (hereinafter, "Grantor") entered into that certain Security Agreement dated September 12, 2001 (the "Security Agreement"), with the parties listed on Exhibit A to the Security Agreement (each, a "Secured Party" and collectively, the "Secured Parties") and Morgan Stanley Venture Partners III, L.P. as the representative of the Secured Parties, a true and correct copy which was recorded by the United States Patent and Trademark Office on September 15, 2001 at Reel 002399, Frame 0477.

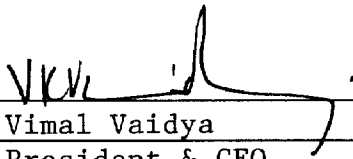
NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Grantor hereby:

1. adjoins the Additional Secured Parties, as referenced on **Schedule 1** attached hereto, in conjunction with the security interest granted to Secured Parties under the Security Agreement, to any and all liens, security interests, right, title and interest of iPolicy Networks, Inc. pursuant to the Security Agreement in the trademarks which are described more fully on **Schedule 2**, without recourse or representation or warranty, express or implied; and

2. authorizes and requests the Commissioner of Patents and Trademarks of the United States of America to note and record the existence of this Notice hereby given.

IN WITNESS WHEREOF, Grantor has caused this Notice to be signed by its duly authorized representative as of this 21st day of May 2002.

iPOLICY NETWORKS, INC.

By: 
Name: Vimal Vaidya
Title: President & CEO

Schedule 1

ADDITIONAL SECURED PARTIES

Anthelion Capital II, L.P.

20045 Stevens Creek Blvd., Suite 2A/B
Cupertino, CA 95014
Attn: Amit Parikh
(a limited partnership)

Goel Family Partnership

c/o Prabhu Goel
98 Ridgeview Drive
Atherton, CA 94027-6464
(partnership)

Brad Brak

2444 Crocker Way
Antioch, CA 94509
(an individual)

The Vimal & Shubhangi Vaidya Revocable Living Trust

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Fremont, CA 94539

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(an individual)

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3000 Sand Hill Road, Building Four, Suite 250
Menlo Park, CA 94025
(a limited partnership)

Schedule 2

U.S. TRADEMARKS

Trademark Description	Number	Filing Date	Reel/Frame Reference	Date of Recordation
ipENFORCER	76/200,298	January 26, 2001	002399/0477	September 15, 2001
iPolicy Networks	76/026,606	April 14, 2000	002399/0477	September 15, 2001

Five Palo Alto Square

3000 El Camino Real

Palo Alto, CA

94306-2155

Main 650 843-5000

Fax 650 849-7400

www.cooley.com

June 6, 2002

VIA FEDERAL EXPRESS

U. S. Patent and Trademark Office

Office of Public Records

Attn: Customer Service Counter

1213 Jefferson Davis Highway, 3rd Floor

Arlington, VA 22202

DIANA SANCHEZ BENTZ

650 843-5381

dsanchezbentz@cooley.com

Re: (136453-143) Notice of Additional Holders of Trademark Security Interest

Dear Assistant Commissioner:

Pursuant to 37 C.F.R. §3.11, the enclosed documents are submitted for recording with the Patent and Trademark Office:

Notice of Additional Holders of Trademark Security Interest (the "Security Interest"), dated as of May 31, 2002 whereby IPOLICY NETWORKS, INC. (the "Grantor"), grants to the Additional Secured Parties identified on Schedule 1 to the Security Interest and also on Exhibit A to the Security Agreement dated September 12, 2001 (the "Security Agreement") entered into by the Grantor and the parties listed on Exhibit A to the Security Agreement, a security interest in all Trademarks and Trademark Applications of the Grantor, including, but not limited to the two (2) United States Trademark Applications listed on the Trademark Cover Sheet.

Also enclosed is a check in the amount of \$65.00 for payment of fees associated with this recordation.

The Commissioner is hereby authorized to charge any underpayment of assignment fees associated with this communication or credit any over payment to Deposit Account No. **03-3115**.

After the enclosed Security Interest has been recorded, please return it to me with the certificate of recordation.

Please acknowledge receipt of this letter and the accompanying enclosures by date stamping the enclosed self-addressed prepaid yellow return receipt card.

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

Tab settings ⇨ ⇨ ⇨ τ τ τ τ τ τ τ

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

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iPolicy Networks, Inc.
 47467 Fremont Boulevard
 Fremont, CA 94538

Individuals Association
 General Partnership Limited Partnership
 Corporation-State: DE
 Other _____

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

2. Name and address of receiving party(ies)
 Name: Morgan Stanley Venture Partners III, L.P.
 Internal
 Address: Building Four, Suite 250
 Street Address: 3000 Sand Hill Road
 City: Menlo Park State: CA Zip: 94538

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

If assignee is not domiciles 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 Notice of Additional Holders of Trademark Security Interest

Execution Date: May 31, 2002

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76/200,298
76/026,606

B. Trademark No.(s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Diana Sanchez Bentz
 Internal Address: _____
Cooley Godward LLP
5 Palo Alto Square
 Street Address: 3000 El Camino Real
 City: Palo Alto State: CA Zip: 94306

6. Total number of applications and trademarks involved. 2

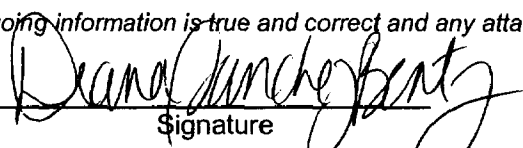
7. Total fee (37 CFR 3.41)..... \$ 65.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
03-3115
 (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.

Diana Sanchez Bentz  June 6, 2002
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and documents: 5

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