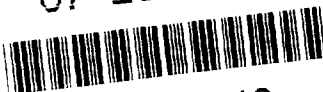


RECOI

07-25-2002



102167149

Attorney Docket No. 49896-0009-0003

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

<p>1. Name of conveying party(ies):</p> <p>Widevine Technologies, Inc.</p> <p style="text-align: right; font-size: 2em;">7.19.02</p>	<p>2. Name and address of receiving party(ies):</p> <p>Constellation Venture Capital II, L.P. 383 Madison Avenue, 28th Floor New York, NY 10179</p>
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<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger</p> <p><input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name</p> <p><input type="checkbox"/> Other:</p> <p>Execution Date: July 8, 2002</p>	<p><input type="checkbox"/> Individual(s) citizenship:</p> <p><input type="checkbox"/> Association:</p> <p><input type="checkbox"/> General Partnership:</p> <p><input checked="" type="checkbox"/> Limited Partnership: Delaware</p> <p><input type="checkbox"/> Corporation-State:</p> <p><input type="checkbox"/> Other:</p> <p>If assignee is not domiciled in the U.S.A., a domestic representative designation is attached: <input type="checkbox"/> Yes; <input type="checkbox"/> No</p> <p>(Designations must be a separate document from Assignment)</p>
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<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s):</p> <p>78/026,898 78/045,622 76/333,627</p> <p>78/026,915 78/045,730</p> <p>78/042,389 78/045,735</p>	<p>B. Trademark Registration No.(s):</p>
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<p>5. Name and address of party to whom correspondence document should be mailed:</p> <p>Jessica N. Cohen, Esq. C/O TMSU 1111 Pennsylvania Avenue, N.W. Washington D.C. 20004</p> <p>Telephone: (212) 309-6764 Facsimile: (212) 309-6273 E-Mail: jncohen@morganlewis.com</p>	<p>6. Total number of applications and registrations involved: [7]</p> <p>7. Total fee (37 CFR 3.41) Cal. <u>1</u> x \$40.00 = \$ <u>40.00</u> <u>6</u> x \$25.00 = \$ <u>150.00</u> Total \$ 190.00</p> <p><input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: 13-4520</p>
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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.

Jessica N. Cohen July 16, 2002
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document: **[4]**

OMB No. 0651-0011 (exp. 4/94)

07/24/2002 TBIAZ1 00000072 78026898

01 FC:481 40.00 OP
02 FC:482 150.00 OP

Trademark Filings

ASSIGNMENT OF SECURITY INTEREST AND MORTGAGE

(TRADEMARKS)

WHEREAS, Widevine Technologies, Inc., a Delaware corporation (herein referred to as "Assignor"), has adopted, used and is using the trademarks listed on the annexed Schedule 3-A, which trademarks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, Assignor is obligated to Constellation Venture Capital II, L.P., as Agent for the Lenders (the "Assignee") under that certain Senior Secured Credit Agreement dated as of July 11, 2002, by and among Assignor and the Lenders, as such agreement may be amended, modified or restated from time to time, and Assignor has entered into a Security Agreement (the "Agreement") in favor of the Assignee; and

WHEREAS, pursuant to the Agreement, Assignor has assigned to Assignee and granted to Assignee a security interest in 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 registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof (the "Collateral"), to secure the prompt payment, performance and observance of the Obligations, as defined in the Agreement.

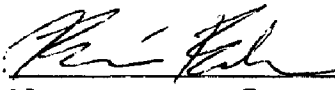
NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby further assign unto Assignee and grant to Assignee a security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations.

Assignor does hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the assignment of, 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 if fully set forth herein.

Assignee's address is 383 Madison Avenue, 28th Floor, New York, NY 10179.

IN WITNESS WHEREOF, Assignor has caused this Assignment for Security (Trademarks) to be duly executed by its officer thereunto duly authorized as of the 8th day of July, 2002.

WIDEVINE TECHNOLOGIES, INC.

By:  _____

Name: *Brian Baker*

Title: *CEO*

SCHEDULE 3-A TO ASSIGNMENT OF SECURITY INTEREST

TRADEMARKS

LIST OF TRADEMARKS, SERVICE MARKS,
TRADEMARK AND SERVICE MARK REGISTRATIONS AND
APPLICATIONS FOR TRADEMARK AND SERVICE MARK REGISTRATIONS

U.S. Trademarks

<u>Mark</u>	<u>Registration or Serial No.</u>	<u>Registration or Filing Date</u>
T-100US	78/026898	9/20/00
T-200US	78/026915	9/20/00
T-300US	78/042389	1/9/01
T-400US	78/045622	1/30/01
T-500US	78/045730	1/30/01
T-600US	78/045735	7/9/01
T-700US	76/333627	1/1/01
T-800US	N/A	N/A

Foreign Trademarks

<u>Mark</u>	<u>Application Registration Country</u>	<u>Registration or Filing Date</u>
T-100EC	1865633	9/21/00
T-100JP	110736/2000	10/11/00
T-200EC	1865299	9/21/00
T-200JP	110737/2000	10/11/00