

07-25-2002



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

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):

CTAC FUNDING CORP.

7-17-02

- Individual(s) Association General Partnership Limited Partnership Corporation-State New York Other

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: April 18, 2002

2. Name and address of receiving party(ies)

Name: Access Capital, Inc.

Internal Address: 405 Park Avenue

Street Address:

City: New York State: NY Zip: 10022

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State New York 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)

B. Trademark Registration No.(s)

See attached Schedule

Additional number(s) attached Yes No

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

Name: Barbara E. Bauer, Legal Assistant

Internal Address: Schulte, Roth & Zabel LLP

20th Floor

Street Address: 919 Third Avenue

City: New York State: NY Zip: 10022

6. Total number of applications and registrations involved:

8

7. Total fee (37 CFR 3.41) \$ 215.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

500675 - Schulte, Roth & Zabel

OFFICE OF PUBLIC RECORDS 2002 JUL 17 AM 9:40 FINANCE SECTION

DO NOT USE THIS SPACE

9. Signature.

Barbara E. Bauer

Name of Person Signing

Signature

July 16, 2002

Date

6

Total number of pages including cover sheet, attachments, and document:

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

07/24/2002 TBI/AZ1 00000049 76195755

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TRADEMARK REEL: 002549 FRAME: 0902

SCHEDULE A

Mark	Country	Serial No.	Filing Date	Registration No.	Registration Date
SCIENT	USA	76/195,755	01/18/01		
SCIENT	USA	76/197,265	01/19/01		
SCIENT	USA	76/196,415	01/19/01		
SCIENT	USA	75/399,854	12/04/97	2,258,052	06/29/99
SCIENT and Design	USA	75/433,135	02/12/98	2,258,116	06/29/99
DESIGN only	USA	75/432,998	02/12/98	2,258,115	06/29/99
NEW BOTTOM LINE	USA	75/464,492	04/08/98	2,284,104	10/05/99
THE EBUSINESS SYSTEMS INNOVATOR	USA	75/717,508	06/01/99	2,456,717	06/05/01

04/16/2002 Error! Unknown document property name. Error! Unknown document property name.

ASSIGNMENT OF SECURITY

WHEREAS, Scient Enterprises, Inc. ("SE") is obligated to CTAC Funding Corp. ("CTAC") pursuant to (i) a certain Accounts Receivable Purchase Agreement dated as of April 12, 2002 (as amended, modified, restated or supplemented from time to time, the "Purchase Agreement") by and between SE, iXL Enterprises, Inc., iXL, Inc., Scient, Inc. and CTAC; and (ii) a certain Trademark Collateral Security Agreement dated as of April 12, 2002 made by SE in favor of CTAC (as amended, modified, supplemented or restated from time to time, collectively, the "Agreements");

WHEREAS, pursuant to the Agreements, SE and CTAC entered into as certain Trademark Assignment of Security dated as of April 12, 2002 (the "Assignment of Security") pursuant to which SE assigned unto CTAC and granted to CTAC a security interest in the trademarks and trademark applications shown on the attached Schedule A (the "Trademarks") for which there are recordings or applications in the United States Patent and Trademark Office (the "P&T Office") under the numbers shown on the attached Schedule A, all proceeds thereof, all rights corresponding thereto, the recordings and applications therefore and the goodwill of the business to which each of the Trademarks relate;

WHEREAS, the Assignment of Security was filed with the P&T Office at Reel _____, Frame _____;

WHEREAS, CTAC and Access Capital, Inc. ("Access") have entered into an Agreement pursuant to which CTAC assigned to Access all of its right, title and interest in, inter alia, the Agreements and the Assignment of Security;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, CTAC does hereby assign unto Access all of its right, title and interest in the Assignment of Security.

Dated as of: April 18, 2002

WITNESS:

CTAC FUNDING CORP.



By: 

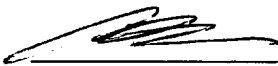
Name: Miles Stuchin
Title: President

Address: 405 Park Avenue
New York, New York 10022

WITNESS:

Melissa Stuchman

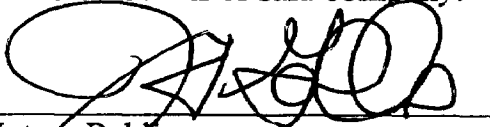
ACCESS CAPITAL, INC.

By: 
Name: miles Stuchin
Title: President

Address: 405 Park Avenue
New York, New York 10022

STATE OF NEW YORK)
: ss.:
COUNTY OF NEW YORK)

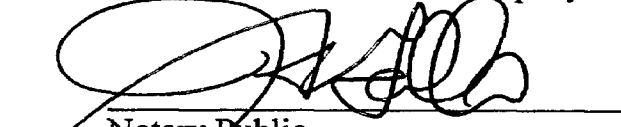
On this 13 day of June, 2002, before me personally came Michael Stucina
to me known, who, being by me duly sworn, did depose and say that he is the President
of CTAC Funding Corp. the company described in and which executed the foregoing instrument;
and that he was authorized to sign his name thereto on behalf of said company.



Notary Public
JOHN T. GALLO
NOTARY PUBLIC OF NEW YORK
No. 31-4761777
Qualified in New York County
Commission Expires Dec. 31, 10 2002

STATE OF NEW YORK)
: ss.:
COUNTY OF NEW YORK)

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Dated as of: April 18, 2002

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Title: President


Address: 405 Park Avenue
New York, New York 10022

WITNESS:

Witessa Glushman

ACCESS CAPITAL, INC.

By:



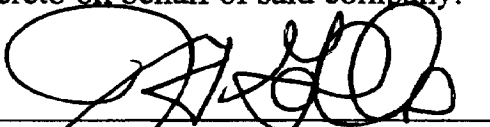
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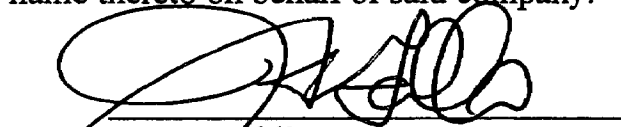
On this 13 day of June, 2002, before me personally came Mike Stucina
to me known, who, being by me duly sworn, did depose and say that he is the owner
of CTAC Funding Corp. the company described in and which executed the foregoing instrument;
and that he was authorized to sign his name thereto on behalf of said company.



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SCIENT	USA	75/399,854	12/04/97	2,258,052	06/29/99
SCIENT and Design	USA	75/433,135	02/12/98	2,258,116	06/29/99
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