

10-17-2002



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

102252157

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

Tab settings

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.

10-10-02

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other 002546/0705 from Assignment to Assignment of a

Execution Date: Security Agreement. Executed July 12, 2002

2. Name and address of receiving party(ies)

Name: SBI AND COMPANY

Internal

Address:

Street Address: 285 East Cottonwood Parkway

City: Salt Lake City State: UT Zip: 84121

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

76/195,755

B. Trademark Registration No.(s) 2,600,608 2,611,996

2,258,052 2,258,116 2,258,115 2,284,104 2,456,717

Additional number(s) attached Yes No

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

Name: Barbara Bauer-Padron

Internal Address: Legal Assistant

Schulte Roth & Zabel LLC

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

10/16/2002 DIAZI 00000338 500675 2600608

01/FC:8521 40.00 CH 02/FC:8522 175.00 CH

DO NOT USE THIS SPACE

9. Signature.

Barbara Bauer-Padron Name of Person Signing

Signature

October 10, 2002

Date

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

20

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

TRADEMARK REEL: 002599 FRAME: 0711

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼ ▼

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

1. Name of conveying party(ies): Continuation

ACCESS CAPITAL, INC.

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

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

2. Name and address of receiving party(ies)

Name: _____

Internal _____

Address: _____

Street Address: _____

City: _____ State: _____ Zip: _____

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

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other _____

Execution Date: _____

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

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) _____

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

Street Address: 919 Third Avenue

City: New York State: NY Zip: 10022

6. Total number of applications and registrations involved: _____

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

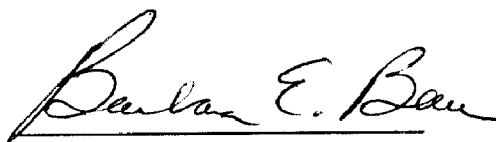
- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.

Barbara E. Bauer
Name of Person Signing


Signature

June 15, 2002
Date

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

07-23-2002



102165482

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. *07/15/02*

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: July 12, 2002

2. Name and address of receiving party(ies)
 Name: SBI and Company
 Internal Address: 285 East Cottonwood Parkway
 Street Address: _____
 City: Salt Lake City State: UT Zip: 84121

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

Additional number(s) attached Yes No

B. Trademark Registration No.(s) _____
See attached list

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
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 Authorized to be charged to deposit account

8. Deposit account number:
500675 - Schulte, Roth & Zabel

DO NOT USE THIS SPACE

9. Signature.
Barbara E. Bauer *Barbara E. Bauer* July 15, 2002
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 8

OFFICE OF PATENT RECORDS
2002 JUL 15 AM 9 01
FINANCE SECTION

07/23/2002 LINDSEY 0000024 500675 76195735

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

01 FC:481 40.00 CH
02 FC:482 175.00 CH

TRADEMARK REEL: 002599 FRAME: 0713

EXECUTION VERSION

ASSIGNMENT OF SECURITY

WHEREAS, Scient Enterprises, Inc. ("Scient") 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 Scient, Scient, Inc., iXL, Inc., iXL Enterprises, Inc. and CTAC; and (ii) a certain Trademark Collateral Security Agreement dated as of April 12, 2002 made by Scient in favor of CTAC (as amended, modified, supplemented or restated from time to time, collectively, the "Agreements");

WHEREAS, pursuant to the Agreements, Scient 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 "USPTO") 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 related;

WHEREAS, in order to record CTAC's security interest with the USPTO, Scient and CTAC entered into a certain Trademark Assignment of Security dated as of April 12, 2002 (the "Assignment of Security"), which was recorded at the USPTO.

WHEREAS, CTAC and Access Capital, Inc. ("Access") have entered into that certain Assignment and Acceptance Agreement dated April 18, 2002 (the "Assignment and Acceptance 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;

WHEREAS, CTAC and Access Capital executed an Assignment of Security dated April 18, 2002 (the "Second Assignment of Security") pursuant to which CTAC assigned to Access Capital all its right, title and interest in and to the Assignment of Security; and

WHEREAS, Access, CTAC and SBI and Company ("SBI") have entered into that certain Assignment Agreement dated July 12, 2002 pursuant to which Access and CTAC assigned to SBI all of their respective right, title and interest in, inter alia, the Agreements, the Assignment of Security and the Second Assignment of Security;


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

Dated as of: July 12 2002

WITNESS:

ACCESS CAPITAL, INC.



By: 


Name:
Title:

Address: 405 Park Avenue
New York, NY 10022

WITNESS:

CTAC FUNDING CORP.



By: 

Name:
Title:

Address: 405 Park Avenue
New York, NY 10022

WITNESS:

SBI and Company

By: _____

Name:
Title:

Address: 285 East Cottonwood Pkwy
Salt Lake City, UT 84121

STATE OF NEW YORK)

: ss.:

COUNTY OF NEW YORK)

On this 12th day of July, 2002, before me personally came miles M. Stuchin to me known, who, being by me duly sworn, did depose and say that he/she is the President of Access Capital, Inc. the company described in and which executed the foregoing instrument; and that he/she was authorized to sign his/her name thereto on behalf of said company.

Donna J. Reichert
Notary Public

DONNA J. REICHERT
Notary Public, State of New York
No. 4679534
Qualified in Nassau County
Term Expires March 30, 199 2006

STATE OF NEW YORK)

: ss.:

COUNTY OF NEW YORK)

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

Notary Public

STATE OF UTAH)

: ss.:

COUNTY OF SALT LAKE)

On this ___ day of _____, 2002, before me personally came _____, to me known, who, being by me duly sworn, did depose and say that he/she is the _____ of SBI and Company the company described in and which executed the foregoing instrument; and that he/she was authorized to sign his/her name thereto on behalf of said company.

NotaryPublic

SCHEDULE A

Schedule A to an Assignment of Security dated as of July 12, 2002, by and between ACCESS CAPITAL, INC. and SBI and COMPANY.

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

9258690.2

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼ ▼

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

1. Name of conveying party(ies):

(continuation of Item 1)
ACCESS CAPITAL, INC.

- Individual(s)
- General Partnership
- Corporation-State
- Other New York
- 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: _____

2. Name and address of receiving party(ies)

Name: _____

Internal Address: _____

Street Address: _____

City: _____ State: _____ Zip: _____

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

Additional number(s) attached Yes No

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

Name: Barbara Bauer-Padron

Internal Address: Legal Assistant

Schulte Roth & Zabel LLC

Street Address: 919 Third Avenue

City: New York State: NY Zip: 10022

6. Total number of applications and registrations involved: _____

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

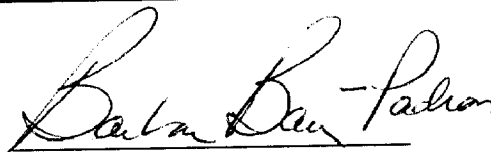
- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.

Barbara Bauer-Padron
Name of Person Signing


Signature

October 10, 2002
Date

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



SEPTEMBER 18, 2002

PTAS

Under Secretary of Commerce For Intellectual Property and
Director of the United States Patent and Trademark Office
Washington, DC 20231
www.uspto.gov

SCHULTE, ROTH & ZABEL LLP
BARBARA E. BAUER, LEGAL ASSISTANT
20TH FLOOR
919 THIRD AVENUE
NEW YORK, NY 10022



102165482A

UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 07/15/2002

REEL/FRAME: 002546/0705
NUMBER OF PAGES: 9

BRIEF: ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

ASSIGNOR:

CTAC FUNDING CORP.

DOC DATE: 07/12/2002
CITIZENSHIP: NEW YORK
ENTITY: CORPORATION

ASSIGNOR:

ACCESS CAPITAL, INC.

DOC DATE: 07/12/2002
CITIZENSHIP: NEW YORK
ENTITY: CORPORATION

ASSIGNEE:

SBI AND COMPANY
285 EAST COTTONWOOD PARKWAY
SALT LAKE CITY, UTAH 84121

CITIZENSHIP: UTAH
ENTITY: CORPORATION

APPLICATION NUMBER: 76195755
REGISTRATION NUMBER:

FILING DATE: 01/18/2001
ISSUE DATE:

MARK: SCIENT

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

TRADEMARK
REEL: 002599 FRAME: 0719

APPLICATION NUMBER: 76197265
REGISTRATION NUMBER: 2600608

FILING DATE: 01/19/2001
ISSUE DATE: 07/30/2002

MARK: SCIENT

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 76196415
REGISTRATION NUMBER: 2611996

FILING DATE: 01/19/2001
ISSUE DATE: 08/27/2002

MARK: SCIENT

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75399854
REGISTRATION NUMBER: 2258052

FILING DATE: 12/04/1997
ISSUE DATE: 06/29/1999

MARK: SCIENT

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75433135
REGISTRATION NUMBER: 2258116

FILING DATE: 02/12/1998
ISSUE DATE: 06/29/1999

MARK: SCIENT

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 75432998
REGISTRATION NUMBER: 2258115

FILING DATE: 02/12/1998
ISSUE DATE: 06/29/1999

MARK:

DRAWING TYPE: MISCELLANEOUS DESIGN

APPLICATION NUMBER: 75464492
REGISTRATION NUMBER: 2284104

FILING DATE: 04/08/1998
ISSUE DATE: 10/05/1999

MARK: NEW BOTTOM LINE

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75717508
REGISTRATION NUMBER: 2456717

FILING DATE: 06/01/1999
ISSUE DATE: 06/05/2001

MARK: THE EBUSINESS SYSTEMS INNOVATOR

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

MARY BENTON, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

Tab settings ⇨ ⇨ ⇨

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.

- Individual(s)
- General Partnership
- Corporation-State New York
- 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: July 12, 2002

2. Name and address of receiving party(ies)

Name: SBI and Company

Internal Address: 285 East Cottonwood Parkway

Street Address: _____

City: Salt Lake City State: UT Zip: 84121

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Utah
- 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 list

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

DO NOT USE THIS SPACE

9. Signature.

Barbara E. Bauer
Name of Person Signing


Signature

July 15, 2002

Date

Total number of pages including cover sheet, attachments, and document: 8

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

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼ ▼

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

1. Name of conveying party(ies): Continuation

ACCESS CAPITAL, INC.

- 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: _____

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Internal _____

Address: _____

Street Address: _____

City: _____ State: _____ Zip: _____

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

Corporation-State _____

Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
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Enclosed

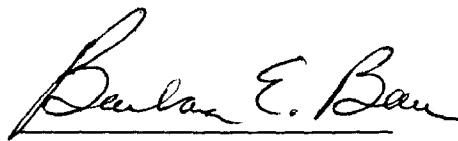
Authorized to be charged to deposit account

8. Deposit account number: _____

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9. Signature.

Barbara E. Bauer
Name of Person Signing


Signature

June 15, 2002
Date

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

Mail documents to be recorded with required cover sheet information to:
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Washington, D.C. 20231

EXECUTION VERSION

ASSIGNMENT OF SECURITY

WHEREAS, Scient Enterprises, Inc. ("Scient") 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 Scient, Scient, Inc., iXL, Inc., iXL Enterprises, Inc. and CTAC; and (ii) a certain Trademark Collateral Security Agreement dated as of April 12, 2002 made by Scient in favor of CTAC (as amended, modified, supplemented or restated from time to time, collectively, the "Agreements");

WHEREAS, pursuant to the Agreements, Scient 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 "USPTO") 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 related;

WHEREAS, in order to record CTAC's security interest with the USPTO, Scient and CTAC entered into a certain Trademark Assignment of Security dated as of April 12, 2002 (the "Assignment of Security"), which was recorded at the USPTO.

WHEREAS, CTAC and Access Capital, Inc. ("Access") have entered into that certain Assignment and Acceptance Agreement dated April 18, 2002 (the "Assignment and Acceptance 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;

WHEREAS, CTAC and Access Capital executed an Assignment of Security dated April 18, 2002 (the "Second Assignment of Security") pursuant to which CTAC assigned to Access Capital all its right, title and interest in and to the Assignment of Security; and

WHEREAS, Access, CTAC and SBI and Company ("SBI") have entered into that certain Assignment Agreement dated July 12, 2002 pursuant to which Access and CTAC assigned to SBI all of their respective right, title and interest in, inter alia, the Agreements, the Assignment of Security and the Second Assignment of Security;

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

Dated as of: July 12, 2002

WITNESS:

ACCESS CAPITAL, INC.

By:

Name:
Title:

Address: 405 Park Avenue
New York, NY 10022

WITNESS:

CTAC FUNDING CORP.

By:

Name:
Title:

Address: 405 Park Avenue
New York, NY 10022

WITNESS:

SBI and Company

By: _____

Name:
Title:

Address: 285 East Cottonwood Pkwy
Salt Lake City, UT 84121

STATE OF NEW YORK)

: ss.:

COUNTY OF NEW YORK)

On this 12th day of July, 2002, before me personally came Miles M. Stuchin to me known, who, being by me duly sworn, did depose and say that he/she is the President of Access Capital, Inc. the company described in and which executed the foregoing instrument; and that he/she was authorized to sign his/her name thereto on behalf of said company.

Donna J. Reichert
Notary Public

DONNA J. REICHERT
Notary Public, State of New York
No. 4679534
Qualified in Nassau County
Term Expires March 30, 199 2006

STATE OF NEW YORK)

: ss.:

COUNTY OF NEW YORK)

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

Notary Public

STATE OF UTAH)

: ss.:

COUNTY OF SALT LAKE)

On this ___ day of _____, 2002, before me personally came _____, to me known, who, being by me duly sworn, did depose and say that he/she is the _____ of SBI and Company the company described in and which executed the foregoing instrument; and that he/she was authorized to sign his/her name thereto on behalf of said company.

Notary Public

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼ ▼

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1. Name of conveying party(ies):

CTAC FUNDING CORP.

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

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

2. Name and address of receiving party(ies)

Name: SBI and Company

Internal Address: 285 East Cottonwood Parkway

Street Address: _____

City: Salt Lake City State: UT Zip: 84121

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- Corporation-State Utah
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- Assignment Merger
- Security Agreement Change of Name
- Other _____

Execution Date: July 12, 2002

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A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) _____

See attached list

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: _____

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

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9. Signature.

Barbara E. Bauer
Name of Person Signing


Signature

July 15, 2002
Date

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

1. Name of conveying party(ies): Continuation

ACCESS CAPITAL, INC.

Individual(s) Association

General Partnership Limited Partnership

Corporation-State New York

Other _____

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

2. Name and address of receiving party(ies)

Name: _____

Internal Address: _____

Street Address: _____

City: _____ State: _____ Zip: _____

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

Corporation-State _____

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

3. Nature of conveyance:

Assignment Merger

Security Agreement Change of Name

Other _____

Execution Date: _____

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

A. Trademark Application No.(s) _____

Additional number(s) attached Yes No

B. Trademark Registration No.(s) _____

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

Street Address: 919 Third Avenue

City: New York State: NY Zip: 10022

6. Total number of applications and registrations involved: _____

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

Enclosed

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9. Signature.

Barbara E. Bauer *Barbara E. Bauer* June 15, 2002

Name of Person Signing Signature Date

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SCHULTE ROTH & ZABEL LLP

919 Third Avenue
New York, NY 10022
(212) 756-2000
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www.srz.com

Writer's Direct Number
(212) 610-7341

Writer's E-mail Address
barbara.bauer@srz.com

July 15, 2002

VIA EXPRESS MAIL

Commissioner of Patents & Trademarks
Box Assignments
Washington, D.C. 20231

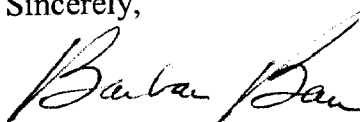
Re: 3 Trademark Assignments for Recordation
Our Reference No. 014951.0094

SIR:

Enclosed please find two sets of three (3) trademark assignments for recordation with the Assignment Division of the U.S. Patent and Trademark Office. Kindly date-stamp one set of these documents and return them to me in the enclosed self-addressed, postage pre-paid Federal Express envelope.

We hereby authorize the deduction of any filing fees due for these recordations from Schulte Roth & Zabel LLP's Deposit Account No. 500675, and we enclose an extra copy of each recordation sheet for charging purposes.

Sincerely,



Barbara E. Bauer
Legal Assistant

Enclosures

CERTIFICATE OF MAILING

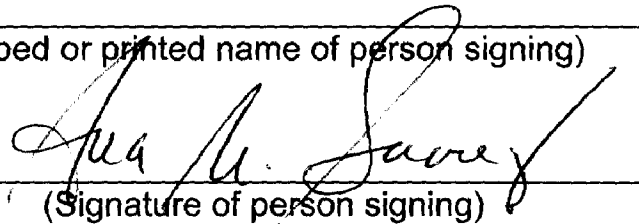
Express Mail Label Number : EL 808 864 640 US
Date of Deposit : October 10, 2002
Our Reference No.: : 099999-0705
Type of Document : Correction to Reel
002546/0705
Recordation Form Cover
Sheet w/backup

I hereby certify that the above-referenced documents are being deposited with the United States Post Service "Express Mail Post Office to Addressee" service, under 37 C.F.R. 1.10, on the date indicated above, by being handed to a postal clerk or by being placed in the express mail box before the posted date of the last pick-up , and is addressed to:

Commissioner for Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Ana M. Suarez

(Typed or printed name of person signing)



(Signature of person signing)

Dated: October 10, 2002

SCHULTE ROTH & ZABEL LLP

919 Third Avenue
New York, NY 10022
(212) 756-2000
fax (212) 593-5955

www.srz.com

Writer's Direct Number
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Writer's E-mail Address
barbara.bauer@srz.com

October 10, 2002

VIA EXPRESS MAIL

Commissioner for Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Re: **Correction to Reel 002546/0705**
Assignment for Security
Access Capital and CTAC Funding Corp.
To SBI AND COMPANY
Our Reference No.: 099999.1416

Dear Sir or Madam:


We enclose for recordation a document that will correct the U.S. Patent and Trademark Office records concerning the above-referenced recordation. Please record the correction against each of the trademark filings identified in the accompanying Document Cover Sheet.

The document recorded at Reel 002546/Frame 0705 should have been recorded as an assignment of a Security Agreement and not an Assignment.

We authorize the deduction from Schulte Roth & Zabel LLP's Deposit Account No. 500675 of \$215.00, plus any deficiencies therein, to cover recordation fees, and we enclose a duplicate copy of this transmittal letter for charging purposes.

Also enclosed is a self-addressed postage prepaid postcard, which we request that you date stamp and return to us to acknowledge your receipt of this filing. Should you have any questions, please contact me at (212) 610-7341.

Sincerely,


Barbara Bauer-Padron
Legal Assistant

Enclosures

cc: Scott M. Kareff, Esq.

9311326.1

TRADEMARK
REEL: 002599 FRAME: 0730

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October 10, 2002

VIA EXPRESS MAIL

Commissioner for Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Re: **Correction to Reel 002546/0705**
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Access Capital and CTAC Funding Corp.
To SBI AND COMPANY
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Sincerely,


Barbara Bauer-Padron
Legal Assistant

Enclosures

cc: Scott M. Kareff, Esq.

9311326.1

RECORDED: 10/10/2002

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REEL: 002599 FRAME: 0731