

10-18-2002

10-18-02

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

LANDdesk Holdings, Inc.

10-18-02

- Individual(s)
- General Partnership
- Corporation-State
- 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: 10/15/2002

2. Name and address of receiving party(ies)

Name: Westbridge Ventures, L.P.

Internal Address: Suite 1120

Street Address: 3 Embarcadero Center

City: San Francisco State: CA Zip: 94111

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership Delaware
- 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) _____
Please see attached Schedule A

B. Trademark Registration No.(s) _____
Please see attached Schedule A

Additional number(s) attached Yes No

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

Name: Kate Cregor

Internal Address: Brobeck Phleger & Harrison LLP
Suite 2100

Street Address: 550 South Hope Street

City: Los Angeles State: CA Zip: 90071

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

N/A

DO NOT USE THIS SPACE

9. Signature.

Kate Cregor
Name of Person Signing

Signature

October 17, 2002
Date

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

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

10/21/2002 GTDN11 00000031 1899636

01 FC:8521 40.00 OP
02 FC:8522 25.00 OP

TRADEMARK
REEL: 002600 FRAME: 0824

SCHEDULE A
TO
NOTICE OF SECURITY INTEREST IN TRADEMARK
FROM
LANDESK HOLDINGS, INC.

1. Federal Trademark and Service Mark Registrations.

Trademark/Service Mark	Registration No.	Registration Date
LANDESK	1,899636	12/01/1992

2. Pending Federal Trademark and Service Mark Applications.

Trademark/Service Mark	Application No.	File Date
LANDESK	76/132,799	09/20/2000

NOTICE OF SECURITY INTEREST IN TRADEMARKS

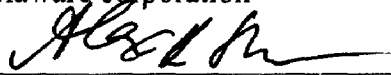
NOTICE IS HEREBY GIVEN that **LANDesk Holdings, Inc.**, a Delaware corporation (the "Debtor"), and **WestBridge Ventures, L.P.**, a Delaware limited partnership, as Agent for certain purchasers ("Agent"), have entered into a Security Agreement dated as of October 15, 2002 (as amended from time to time, the "Security Agreement").

Pursuant to the Security Agreement, the Debtor has granted, conveyed, pledged, assigned and transferred to the Agent a security interest in the registered trademark listed in Schedule A hereto, together with the goodwill of the business symbolized thereby, to secure the payment, performance and observance of the Secured Obligations as defined in the Security Agreement.

The Commissioner of Patents and Trademarks is requested to record this notice in its records.

Dated: October 15, 2002

LANDesk Holdings, Inc.
a Delaware corporation

By: 
Name: _____
Title: _____