

12/4/02

12-12-2002

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

RECORDATION FORM COVER TRADEMARKS OF



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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): Broadband Management Solutions, LLC 5673 Gibraltar Drive Pleasanton, CA 94588 [] Individual(s) [] Association [] General Partnership [] Limited Partnership [] Corporation-State [x] Other Delaware Limited Liability Company Additional name(s) of conveying party(ies) attached? [] Yes [x] No

2. Name and address of receiving party(ies) Name: The CIT Group/Business Credit, Inc., as Lender Internal Address: Street Address: Two Wachovia Center, 23rd Floor City: Charlotte State: NC Zip: 28202 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [x] Corporation-State New York [] Other If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [x] No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? [] Yes [x] No

3. Nature of conveyance: [] Assignment [] Merger [] Security Agreement [] Change of Name [x] Other Notice of Grant of Security Interest Execution Date: November 7, 2002

4. Application number(s) or registration number(s): A. Trademark Application No.(s) SEE ATTACHED SCHEDULE B. Trademark Registration No.(s) SEE ATTACHED SCHEDULE Additional number(s) attached [x] Yes [] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Steven D. Thomas Internal Address: Moore & Van Allen, PLLC Street Address: 2200 West Main Street Suite 800 City: Durham State: NC Zip: 27705

6. Total number of applications and registrations involved: 04 7. Total fee (37 CFR 3.41) \$ 115.00 [x] Enclosed [x] Authorized to be charged to deposit account 8. Deposit account number: 50-2316

DO NOT USE THIS SPACE

9. Signature: Steven D. Thomas Name of Person Signing Signature Date December 4, 2002

Total number of pages including cover sheet, attachments, and document: 05

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

12/11/2002 TBI AZ1 00000122 2396189 01 FC:8521 40.00 OP 02 FC:8522 75.00 OP

TRADEMARK REEL: 002631 FRAME: 0816

EXHIBIT A

U.S. Trademarks

Registered Marks

| Mark | Registration No. | Registration Date |
|-------------|------------------|-------------------|
| MOBILSCHED | 2396189 | 10/17/00 |
| MOBILEFORCE | 2373363 | 08/01/00 |
| MOBILSCHED | 2390200 | 09/26/00 |

Pending Application

| Mark | Serial No. | Filing Date |
|---------|------------|-------------|
| NVISION | 76125824 | 09/12/00 |

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Financing Agreement dated as of November 7, 2002 (the "Financing Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and The CIT Group/Business Credit, Inc., as Lender, the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Lender:

U.S. Trademark and Trademark Applications

See Exhibit A attached hereto.

The Obligors and the Lender, hereby acknowledge and agree that the security interest in the foregoing trademark and trademark applications (i) may only be terminated in accordance with the terms of the Financing Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

BROADBAND MANAGEMENT SOLUTIONS, LLC

By: William T. Hanelly
Name: William T. Hanelly
Title: Chief Financial Officer

Acknowledged and Accepted:

THE CIT GROUP/BUSINESS CREDIT, INC.
as Lender

By: _____
Name: _____
Title: _____

The Obligors and the Lender, hereby acknowledge and agree that the security interest in the foregoing trademark and trademark applications (i) may only be terminated in accordance with the terms of the Financing Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

BROADBAND MANAGEMENT SOLUTIONS, LLC

By: _____

Name: _____

Title: _____

Acknowledged and Accepted:

THE CIT GROUP/BUSINESS CREDIT, INC.

as Lender


By:  _____
Name: James B. Danforth Jr.
Title: VP

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