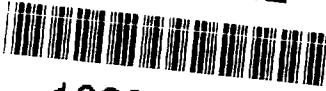


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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks

with original documents or copy thereof.

1. Name of conveying party(ies): Broadband Royalty Corporation 1105 North Market Street, Suite 1300 Wilmington, DE 19899 [] Individual(s) [] Association [] General Partnership [] Limited Partnership [x] Corporation-State Delaware [] Other 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: 18 7. Total fee (37 CFR 3.41) \$ 465.00 [x] Enclosed [x] Authorized to be charged to deposit account 8. Deposit account number: 50-2316

9. Signature. Steven D. Thomas Name of Person Signing [Signature] Signature December 4, 2002 Date 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 TDIAZI 00000107 2482593 40.00 DP 01 FC:8521 425.00 DP 02 FC:8522

TRADEMARK REEL: 002632 FRAME: 0024

EXHIBIT A**U.S. Trademarks****Registered Marks**

Mark	Registration No.	Registration Date
NAVICOR	2482593	8/28/01
FLEXNODE	2145079	3/17/98
I-FLEX	2178899	8/4/98
SYSTEMSELECT	2121998	12/16/97
FLEXNET	1884750	3/21/95
C-COR	798053	10/26/65

Pending Applications

Mark	Application No.	Filing Date
LUMACOR	76257122	5/16/01
COR-ISMS	76131816	9/20/00
COR-CONNECT	76131815	9/20/00
COR-HMS	76131551	9/20/00
COR-CONVERGENCE	76131550	9/20/00
COR:CALL	76093183	7/21/00
STAR OF INTEGRITY	76093182	7/21/00
COR:LAUNCH	76093176	7/21/00
COR:NOC	76093175	7/21/00
SPROUTER	75942330	3/13/00
C-COR.NET	75808872	9/23/99
CNM	75369439	10/7/97

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 ROYALTY CORPORATION

By: George M. Savereno
Name: George M. Savereno
Title: President

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 ROYALTY CORPORATION

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

THE CIT GROUP/BUSINESS CREDIT, INC.

as Lender

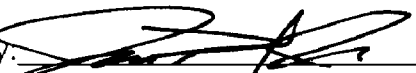
By: 
Name: James A. Dunbarth Jr.
Title: VP

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