Docket No.: 002642.2311

12-27-2002

U.S. DEPARTMENT OF COMMERCE
RECORDATION FORM COVER SHEET Pat
TRADEMARKS ONLY

102323690

To the Honorable Commissioner of Patents original document or copy thereof.

1. Name of Party(ies) conveying an interest:

T-NETIX, INC.
2155 Chenault Drive, Suite 410
Carrollton, Texas 75006

12.5.02

2. Name and Address of Party(ies) receiving an interest:

JPMORGAN CHASE BANK
2200 Ross Avenue, 5th Floor
Dallas, Texas 75201

OFFICE OF PUBLIC RECORDS
2002 DEC 5 PM 12:09
FINANCE SECTION

	Individual(s)		Association
	General Partnership		Limited Partnership
X	Corporation –Delaware		
	Other		

Additional Parties Attached - - Yes X - No

	Individual		Association
	General Partnership		Limited Partnership
X	Corporation New York Banking Corporation		
	Other		
	Citizenship		

3. Interest Conveyed:

	Assignment		Change of Name
X	Security Agreement		Merger
	Other -		

Effective Date: November 14, 2002

If not domiciled in the United States, a domestic representative designation is attached:

	Yes
	No

4. Application number(s) or registration number(s). Additional sheet attached? | | Yes | | No

A. Trademark Application No.(s) 74/490,873

B. Trademark Registration No.(s) 1,537,607; 1,783,893; 1,810,510; 2,194,830; 2,251,603; 2,268,058

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

Name: B. K. Drinkwater
Baker Botts L.L.P.
Street Address: 2001 Ross Avenue, Suite 600
City: Dallas
State: Texas Zip: 75201-2980

6. Number of applications and registrations involved: 7

7. Total Fee $190.00

8. Deposit account number **(Attach duplicate copy of this form if paying by deposit account):**
50-2147

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12/26/2002 DBYRNE 00000205 74490873

01 FC:8521 40.00 OP
02 FC:8522 150.00 OP

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

B. K. Drinkwater
Name of Person Signing

Signature 12-3-02

Total number of pages including cover sheet 4

OMB No. 0651-0011 (exp. 4/94)

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Mail documents to be recorded with required cover sheet information:

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Box Assignments
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DAL01:439852.1

NOTICE OF SECURITY INTEREST IN U.S. TRADEMARKS

United States Trademark Office:

Please be advised that the undersigned has granted a continuing security interest in, and a continuing lien upon, all of the trademarks and trademark applications described below to JPMORGAN CHASE BANK, as Collateral Agent (together with its successors and assigns in such capacity, the "Secured Party"), pursuant to a Guarantee and Collateral Agreement, dated as of November 14, 2002 (as amended, restated, supplemented or otherwise modified from time to time, the "Collateral Agreement"), made by T-NETIX, Inc., a Delaware corporation and certain of its subsidiaries in favor of the Secured Party.

Trademarks

Trademark Registration Number	Description of Trademark	Date of Registration

See attached Schedule A

Trademark Applications

Trademark Application Serial Number	Description of Trademark	Date of Filing

See attached Schedule B

The Secured Party's security interest in the described trademarks and trademark applications can be terminated only in accordance with the terms of the Collateral Agreement.

Very truly yours,

T-NETIX, INC.

By: _____
Name: Thomas E. Larkin
Title: President

DAL02:358447

Schedule A

Trademarks

Federal Filings: Mark	Owner	Reg. No. or Appln. No.	Issue Date or File Date
COGENT & Design	T-NETIX, Inc.	1,783,893	07/27/93
COGENT	T-NETIX, Inc.	1,537,607	05/02/89
COGENT	T-NETIX, Inc.	1,810,510	12/14/93
Digital Combridge	T-NETIX, Inc.	n/a	n/a
PIN-LOCK	T-NETIX, Inc.	2,194,830	10/13/98
STRIKE-THREE!	T-NETIX, Inc.	74/490873	02/17/94
TEL-BASE	T-NETIX, Inc.	2,268,058	08/10/99
T-NETIX	T-NETIX, Inc.	2,251,603	06/08/99
VOICENTRY	T-NETIX, Inc.	n/a	n/a

Schedule B

Trademark Applications

None.

DAL02:358926