

12-30-2002

Form PTO-1594 (modified)
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COVER SHEET
ONLY

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

To the Honorable Com. 102324198

cord the attached original documents or copy thereof.

1. Name of conveying party(ies):

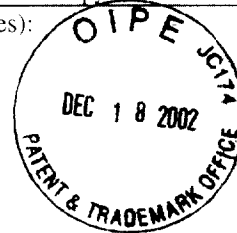
Maptuit Corporation

12/18/02

- Individual(s)
- General Partnership
- Corporation-State
- Other A Canadian corporation
- Association
- Limited Partnership

2. Name and address of receiving party(ies):

GATX/MM Venture Finance Partnership
95 Wellington Street West
22nd Floor
Toronto Ontario M5J 2N7



- Individual Citizenship
- Association
- General Partnership of Ontario CANADA

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

3. Nature of conveyance:

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

- Limited Partnership
- Corporation-State
- Other

Additional name(s) & address(es) attached? Yes No

Execution Date: October 8, 2002

Appointment of Domestic Representative attached? Yes No

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

A. Trademark Application No.(s)

78/061,150
78/061,168
78/061,170

B. Trademark Registration No.(s)

2,527,654

Additional number(s) attached? Yes No

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

SUGHRUE MION, PLLC
2100 Pennsylvania Avenue, N.W.
Suite 800
Washington, D.C. 20037-3213

Attention: Kevin G. Smith

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41): \$ 115.00

- Enclosed. Please charge any underpayment in connection with this Assignment to Deposit Account No. 19-4880.
- Authorized to be charged to deposit account

8. Deposit account number:

19-4880

(Attach duplicate copy of this page if paying by deposit account)

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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.

Kevin G. Smith
Kevin G. Smith

December 18, 2002

Date

Total number of pages including cover sheet, attachments, and documents: 5

Mail documents to be recorded with required cover sheet information to:

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

12/27/2002 DBYRNE 00000177 194880 78061150

01 FC:8521 40.00 CH
02 FC:8522 75.00 CH

TRADEMARK
REEL: 002639 FRAME: 0796

CONFIRMATION OF GRANT OF SECURITY INTEREST

This will confirm that, pursuant to a general security agreement (hereinafter referred to as the "GSA") dated October 4, 2002, 2002 between Maptuit Corporation, a corporation continued under the laws of Canada (hereinafter referred to as "Maptuit"), whose full post office address is 133 King Street East, 2nd Floor, Toronto, Ontario, M5C 1G6, and GATX/MM Venture Finance Partnership (hereinafter referred to as "GATX/MM"), an Ontario general partnership, whose full post office address is 95 Wellington Street West, 22nd Floor, Toronto, Ontario, M5J 2N7, and for good and valuable consideration, the receipt and sufficiency of which are hereby confirmed and acknowledged, Maptuit confirms that it has granted to GATX/MM a security interest, lien and charge in all of Maptuit's right, title and interest in and to the intellectual property listed on the Schedule attached hereto, including, without limitation, the copyrights, trademarks, patents and trademark and patent applications listed therein, and in and to any and all continuations, continuations-in-part, updates, developments, divisions, reissues and re-examinations which issue therefrom, the same to be held and enjoyed by GATX/MM, strictly subject to the terms of the GSA.

EXECUTED at Toronto this 8th day of October, 2002.

MAPTUIT CORPORATION

Per: William K. Tapscoff c/s
Name: William K. Tapscoff
Title: Secretary

I have authority to bind the Corporation.

SCHEDULE TO INTELLECTUAL PROPERTY**TRADEMARKS****Trade Mark Applications and Registrations in the United States:**

| <u>Trade Mark</u> | <u>Application No.</u> | <u>Registration No.</u> |
|-------------------|------------------------|-------------------------|
| MAPTUIT | 78/061,150 | - |
| MAPTUIT | 78/061,163 | 2,527,654 |
| MAPTUIT | 78/061,168 | - |
| MAPTUIT | 78/061,170 | - |

PATENTS

1. The invention described in the following two U.S. Patent Applications:

(a) U.S. Patent Application entitled **ALTERNATIVE ROUTES GENERATION** having the following particulars:

| Filed By | Filing Date | Serial Number | Assigned By | Assigned To | Assignment Recordation Date | Reel / Frame |
|-------------------|---------------|---------------|-------------------|---------------------|-----------------------------|--------------|
| Ronald L. Blewitt | April 2, 2002 | 10/114,839 | Ronald L. Blewitt | Maptuit Corporation | July 23, 2002 | 013112/0099 |

(b) U.S. Patent Application entitled **LONG DISTANCE ROUTING** having the following particulars:

| Filed By | Filing Date | Serial Number | Assigned By | Assigned To | Assignment Recordation Date | Reel / Frame |
|-------------------|---------------|---------------|-------------------|---------------------|-----------------------------|--------------|
| Ronald L. Blewitt | April 2, 2002 | 10/114,817 | Ronald L. Blewitt | Maptuit Corporation | July 23, 2002 | 013111/0466 |

- The aforementioned U.S. Patent Applications and registered assignments thereto referred to in 1. above (collectively, the "Patent Applications").
- Any and all continuations, continuations-in-part, updates, developments divisions, reissues and re-examinations in respect of the invention referred to in 1. above and the Patent Applications.
- Any and all patents which issue from, and other intellectual property rights in, the items referred to in 1., 2., and 3. above.

/S124279/2

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re the Matter of:

Recordation of Security Interest in U.S. Trademarks

U.S. Reg. No.: 2,527,654
 Mark: MAPTUIT
 Registration Date: January 8, 2002

U.S. Application No. 78/061,150
 Mark: MAPTUIT
 Filing Date: April 30, 2001

U.S. Application No. 78/061,168
 Mark: MAPTUIT
 Filing Date: April 30, 2001

U.S. Application No. 78/061,170
 Mark: MAPTUIT
 Filing Date: April 30, 2001

APPOINTMENT OF DOMESTIC REPRESENTATIVE

Assistant Commissioner for Trademarks
 2900 Crystal Drive
 Arlington, VA 22202-3513

S I R:

SUGHRUE MION, PLLC, whose postal address is 2100 Pennsylvania Avenue, N.W., Washington, D.C. 20037, United States of America, is hereby designated to represent GATX/MM Venture Finance Partnership (the holder of a security interest in the trademarks referenced herein), an Ontario General Partnership, upon whom notice or process in proceedings affecting these matters may be served.

GATX/MM VENTURE FINANCE PARTNERSHIP,
 by its partner, MM VENTURE PARTNERS INC.

Date:

December 11/02

By:


 Minhas Mohamed
 Managing Partner