

02-28-2003



HEET

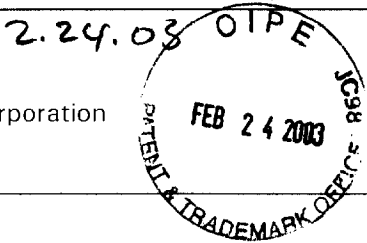
Attorney Docket No.: 046914-0031-0024

102377700

To the Honorable Commissioner of Patent and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Continuous Computing Corporation
a Delaware corporation



3. Nature of conveyance:

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

Effective Date: February 3, 2003

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

Trillium Digital Systems, Inc.
c/o Intel Corporation
2200 Mission College Blvd.
Santa Clara, CA 95052

- Individual(s) citizenship:
 - Association:
 - General Partnership:
 - Limited Partnership:
 - Corporation-State: California
 - Other:
- If assignee is not domiciled in the U.S.A., a domestic representative designation is attached: Yes; No

(Designations must be a separate document from Assignment)

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

A. Trademark Application No.(s):

76/160,445 76/160,446 76/159,613
76/352,950 76/352,951

B. Trademark Registration No.(s):

2,543,823 2,622,093 2,618,817

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

Meredith A. Carlo, Esq.
Attn: TMSU
Morgan, Lewis & Bockius LLP
1111 Pennsylvania Street, N.W.
Washington, D.C. 20004

Telephone: 202-739-5564
Facsimile: 202-739-3001
E-Mail: mcarlo@morganlewis.com

6. Total number of applications and registrations involved: 8

7. Total fee (37 CFR 3.41) Cal. $\frac{1}{7}$ x \$40.00 = \$ 40.00
 $\frac{7}{7}$ x \$25.00 = \$ 175.00
Total \$ 215.00

Authorized to charge any additional fees to deposit account

8. Deposit account number: 13-4520

DO NOT USE THIS SPACE

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.

Meredith A. Carlo
Name of Person Signing

Meredith A Carlo
Signature

2/24/03
Date

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

NOTICE OF SECURITY INTEREST IN PATENTS AND TRADEMARKS


NOTICE IS HEREBY GIVEN that Continuous Computing Corporation, a Delaware corporation (the "Grantor"), and Trillium Digital Systems, Inc., a California corporation, (the "Secured Party") have entered into that certain Security and Pledge Agreement dated as of February 3, 2003 (as amended from time to time, the "Security Agreement").

Pursuant to the Security Agreement, the Grantor has granted, conveyed, pledged, assigned and transferred to the Secured Party a security interest in and lien on the patents, patent applications, trademarks and trademark applications listed in Schedule A hereto to secure the payment and performance 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: February 1, 2003

CONTINUOUS COMPUTING CORPORATION,
a Delaware corporation

By: 
Name: EREZ BARNAVON
Title: CEO

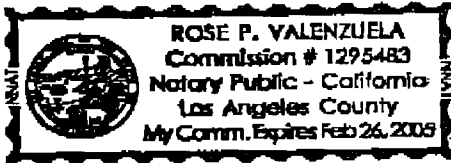
State of California

County of Los Angeles

On February 1, 2003 before me, Rose P. Valenzuela, personally appeared Erez Barakom

personally known to me – OR - proved to me on the basis of satisfactory evidence

to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Witness my hand and official seal.

Rose P. Valenzuela
SIGNATURE OF NOTARY

SCHEDULE A
TO
NOTICE OF SECURITY INTEREST IN PATENTS AND TRADEMARKS
FROM
GRANTOR

Section 4.11(a) Company Intellectual Property.***U.S. Patents:***

Title: High Availability/High Density System and Method
Inventor: Michael Hamilton Coward, et al.
Filing Date: October 17, 2000
Application No.: 09/688,859
Status: Filed and pending review

Title: Method and Apparatus for HA Server
Inventor: Robert Penn Cagle, et al.
Filing Date: June 6, 2001
Application No.: 09/874,249
Status: Filed and pending review

U.S. Trademarks:

Mark: CONTINUOUS COMPUTING CORPORATION, plus Design
Filing Date: August 24, 1999
Application No.: 75/783,588
Status: Registered
Registration Date: March 5, 2002
Registration No.: 2,543,823

Mark: UPDISK
Filing Date: November 3, 2000
Application No.: 76/160,444
Status: Registered
Registration Date: September 17, 2002
Registration No.: 2,622,093

Mark: UPBEAT
Filing Date: November 3, 2000
Application No.: 76/159,614
Status: Registered
Registration Date: September 10, 2002
Registration No.: 2,618,817

Mark: UPSUITE
Filing Date: November 3, 2000
Application No.: 76/160,445
Status: Statement of Use filed; awaiting registration

Mark: UPRULES
Filing Date: November 3, 2000
Application No.: 76/160,446
Status: Submitted Request for Extension of Time to file Statement of Use

Mark: UPSTART
Filing Date: November 3, 2000
Application No.: 76/159,613
Status: Published for opposition; awaiting Notice of Allowance

Mark: UPSTATE
Filing Date: December 28, 2001
Application No.: 76/352,950
Status: Published for opposition; awaiting Notice of Allowance

Mark: UPAGENT
Filing Date: December 28, 2001
Application No.: 76/352,951
Status: Published for opposition; awaiting Notice of Allowance

Canadian Trademarks:

Marks: UPSUITE
Filing Date: April 26, 2001
Application No.: 1101056
Status: Filed; no activity

Marks: UPDISK
Filing Date: April 26, 2001
Application No.: 1101055
Status: Filed; no activity

Marks: UPBEAT
Filing Date: April 26, 2001
Application No.: 1101054
Status: Filed; no activity

European Union Trademarks:

Marks: UPSUITE
Filing/Effective Date: April 26, 2001
Application No.: 002193399
Status: Registered
Registration Date: August 20, 2002
Registration No.: 002193399

Marks: UPDISK
Filing/Effective Date: April 26, 2001
Application No.: 002192375
Status: Registered
Registration Date: August 5, 2002
Registration No.: 002192375

Marks: UPBEAT
Filing Date: April 26, 2001
Application No.: 002193498
Status: Registered
Registration Date: September 27, 2002
Registration No.: 002193498

The Company's unregistered trademarks, trade names and corporate names currently in use include CCPU, CCEU, www.ccpu.com, Flex-21, FlexManager, FlexPower, FlexAlarm, Flexistor, FlexConsole, FlexLED Panel, FlexCool, LINUXblade, SPARCblade, Hi-5, FRμ, Telco Protocol Engine, MPLite, CCPUnet, NetCCN, switchUp, portUp, serialUp, powerUp, scsiUp.