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To the Honorable Commissioner of Patents

102416769

attached original documents or copy thereof.

1. Name of conveying party(ies):
ProcureNet, Inc.
3500 Sunrise Highway
Great River, New York 11739

4-11-03

- Individual(s)
- General Partnership
- Corporation-State: Delaware
- Other _____

- Association
- Limited Partnership

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

3. Nature of conveyances:

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

Execution Date: April 9, 2003

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

Name: Citizens Business Credit Company, a division of Citizens Leasing Corp.

Internal Address: _____

Street Address: One Citizens Drive

City: Riverside State: RI ZIP: 02915

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Rhode Island
- Other _____

If assignee is not domiciled in the United States, 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.(s)

SEE ATTACHED SCHEDULE A

B. Trademark registration No.(s)

SEE ATTACHED SCHEDULE A

Additional numbers attached? Yes No

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

Name: Federal Research Corporation

Internal Address: _____

Street Address: 400 Seventh Avenue, N.W., Suite 101

City: Washington State: DC ZIP: 20004

6. Total number of applications and registrations involved: _____

6

7. Total fee (37 CFR 3.41): _____

\$ 165⁰⁰

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

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

04/14/2003 6TON11 00000034 2557704

DO NOT USE THIS SPACE

01 FC:0521
02 FC:0522

40.00 OP
125.00 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

Daren J. Stamp

Name of Person Signing

Signature

April 9, 2003

Date

Total number of pages including coversheet, attachments and document: _____

4

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

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated April 9, 2003, by and between PROCURENET, INC. and CITIZENS BUSINESS CREDIT COMPANY, a division of Citizens Leasing Corp.

<u>REGISTRATION NO. OR APPLICATION NO.</u>	<u>REGISTRATION OR FILING DATE</u>	<u>MARK</u>
2,557,704	4/9/2002	DESIGN (LOGO)
2,120,459	12/9/1997	PROCURENET
2,526,552	1/8/2002	PROCURENET & DESIGN
2,613,032	8/27/2002	PURCHASEPLACE
2,038,455	2/18/1997	SUPPLYLINK
2,013,674	11/5/1996	SUPPLYLINK

TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, ProcureNet, Inc., a corporation formed under the laws of Delaware, located at 3500 Sunrise Highway, Great River, New York 11739 ("Borrower"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Borrower is obligated to Citizens Business Credit Company, a division of Citizens Leasing Corp. ("Lender") pursuant to (i) a certain Revolving Credit and Security Agreement, dated the date hereof, among Lender, Borrower and the other credit parties named therein and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof, made by Borrower in favor of Lender (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, Borrower is granting to Lender a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Borrower does hereby assign unto Lender and grant to Lender a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

Borrower expressly acknowledges and affirms that the rights and remedies of Lender with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: New York, New York
April 9, 2003

Witness:

[Handwritten Signature]

PROCURENET, INC.

By: *[Handwritten Signature]*
Name: JOHN D. SANFORD
Its: VP+ CFO

Witness:

[Handwritten Signature]

CITIZENS BUSINESS CREDIT COMPANY, a
division of Citizens Leasing Corp.

By: *[Handwritten Signature]*
Name: VINCENT P. O'LEARY
Its: SUP

STATE OF NEW YORK)
 : ss.:
COUNTY OF NEW YORK)

On this 9th day of April, 2003, before me personally came John Sanford, to me known, who, being by me duly sworn, did depose and say that s/he is the VP+CFO of ProcureNet, Inc., the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

Elizabeth Gallagher
Notary Public

ELIZABETH GALLAGHER
Notary Public, State of New York
No. 01GA4942841
Qualified in Bronx County
Commission Expires Sept. 27, 2006

STATE OF NEW YORK)
 : ss.:
COUNTY OF NEW YORK)

On this 9th day of April, 2003, before me personally came Vincent P. O'Leary, to me known, who, being by me duly sworn, did depose and say that he is the Senior Vice President of Citizens Business Credit Company, a division of Citizens Leasing Corp., the company described in and which executed the foregoing instrument; and that he was authorized to sign his name thereto on behalf of said company.

Elizabeth Gallagher
Notary Public

ELIZABETH GALLAGHER
Notary Public, State of New York
No. 01GA4942841
Qualified in Bronx County
Commission Expires Sept. 27, 2006