

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	SECURITY INTEREST
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
HyperSpace Communications, Inc.		09/05/2003	CORPORATION: COLORADO

RECEIVING PARTY DATA	
Name:	Caydal, LLC
Street Address:	410 Marion Street
City:	Denver
State/Country:	COLORADO
Postal Code:	80218
Entity Type:	Limited Liability Company: COLORADO

Name:	Jim McCaughey
Street Address:	3 Cuete Drive
City:	Rancho Mirage
State/Country:	CALIFORNIA
Postal Code:	92270
Entity Type:	INDIVIDUAL: UNITED STATES

Name:	Michael Alfano
Street Address:	10310 Forest Maple Road
City:	Vienna
State/Country:	VIRGINIA
Postal Code:	22182
Entity Type:	INDIVIDUAL: UNITED STATES

Name:	Martin Christen
Street Address:	P.O. Box N-7755
City:	Nassau
State/Country:	BAHAMAS
Entity Type:	INDIVIDUAL: BAHAMAS

OP \$240.00 2725661

Name:	Mark A. Loewenstein
Street Address:	12512 White Drive
City:	Colesville
State/Country:	MARYLAND
Postal Code:	20904
Entity Type:	INDIVIDUAL: UNITED STATES

Name:	Kangping K. Loewenstein
Street Address:	12512 White Drive
City:	Colesville
State/Country:	MARYLAND
Postal Code:	20904
Entity Type:	INDIVIDUAL: UNITED STATES

Name:	Jim Rauh
Street Address:	7234 S. Uravan
City:	Aurora
State/Country:	COLORADO
Postal Code:	80016
Entity Type:	INDIVIDUAL: UNITED STATES

Name:	Dave Sep IRA Gertz
Street Address:	2800 S. University Blvd.
Internal Address:	#139
City:	Denver
State/Country:	COLORADO
Postal Code:	80210
Entity Type:	INDIVIDUAL: UNITED STATES

Name:	Ardell Schelich
Street Address:	347 Lakeview Drive
City:	Washington
State/Country:	MARYLAND
Postal Code:	63090
Entity Type:	INDIVIDUAL: UNITED STATES

PROPERTY NUMBERS Total: 9

Property Type	Number
Registration Number:	2725661

Registration Number:	2701262
Registration Number:	2411101
Serial Number:	75661822
Registration Number:	2302711
Registration Number:	2275504
Registration Number:	2267556
Registration Number:	2213131
Registration Number:	2236895

CORRESPONDENCE DATA

Fax Number: (215)981-4750
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 2159814194
Email: kennedyp@pepperlaw.com
Correspondent Name: Paul J. Kennedy, Esquire
Address Line 1: 18th and Arch Streets
Address Line 2: 3000 Two Logan Square
Address Line 4: Philadelphia, PENNSYLVANIA 19103-2799

ATTORNEY DOCKET NUMBER:

122521.1

DOMESTIC REPRESENTATIVE

Name:
Address Line 1:
Address Line 2:
Address Line 3:
Address Line 4:

NAME OF SUBMITTER:

Paul J. Kennedy, Esquire

Total Attachments: 4

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NOTICE OF INTELLECTUAL PROPERTY SECURITY AGREEMENT

NOTICE dated the 5th day of September, 2003, from HyperSpace Communications, Inc., a Colorado corporation having a mailing address at 8375 S. Willow Street, Suite 400, Littleton, Colorado 80124 ("Debtor"), to and in favor of Caydal, LLC, Jim McCaughy, Michael Alfano, Martin Christen, Mark A. Loewenstein, Kangping K. Loewenstein, Jim Rauh, Dave Sep IRA Gertz, and Ardell Schelich (collectively, the "Secured Parties").

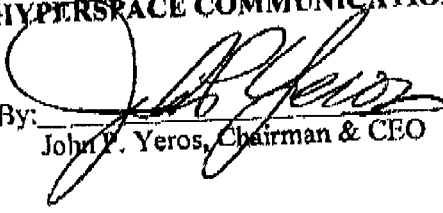
WHEREAS, Debtor is the owner of intellectual property as listed on Schedules A and Schedule B hereto; and

WHEREAS, the Secured Parties have agreed to extend certain financial accommodations to Debtor under that certain Note and Warrant Purchase Agreement dated June 7, 2002, as amended by that certain First Amendment to the Note and Warrant Purchase Agreement dated September 23, 2002, on condition that the Debtor pledges and grants to Secured Parties as collateral for the obligations of the Debtor to Secured Parties, a security interest and lien in and to such intellectual property collateral and application therefore described above, including the registrations thereof, the goodwill associated therewith and all other related claims and rights as more fully described in a certain Note and Warrant Purchase Agreement in favor of Secured Parties ("Intellectual Property");

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and as security for the due and timely payment and performance of the obligations, Debtor hereby pledges, grants and collaterally assigns to Secured Parties a security interest and lien in and to all rights, title and interest in and to the aforesaid Intellectual Property, and gives notice of such security interest and the existence of such Note and Warrant Purchase Agreement providing therefor.

Executed as of the date first above written.

HYPERSPACE COMMUNICATIONS, INC.

By: 
John P. Yeros, Chairman & CEO

1113.GAL: #146897 v2 (VRS0021.DOC)

STATE OF *Colorado* :
 COUNTY OF *Arapahoe* : S.S.

On this 5th day of Sept., 2003 before me, a Notary Public for the said County and State, personally appeared John P. Yeros, known to me, and who, being first by me duly sworn, deposed and said that he is the Chairman and CEO of HyperSpace Communications, Inc. and that he executed said instrument on behalf of said corporation by authority of its Board of Directors, and that he acknowledged said instrument to be the free act and deed of said corporation.

Barbara A. Coz
 Notary Public

My Commission expires:

7/31/2006

(Notarial Seal)

FILEGAL: #1460957 v2 (VDB)021.DOC

SCHEDULE A
UNITED STATES PATENTS

<u>Title</u>	<u>Patent No.</u>	<u>Grant Date</u>
Methods and Apparatus for Secure Electronic, Certified, Restricted Delivery Mail Systems	6,442,571	8/27/02
File Transfer System Using Dynamically assigned Ports	6,219,669	4/17/01

MILEGAL: #1460997 v2 (VBB0021.DOC)

SCHEDULE B

UNITED STATES TRADEMARK APPLICATIONS/REGISTRATIONS

<u>Mark</u>	<u>Reg./Serial No.</u>	<u>Reg./Filing Date</u>
HYPERPOST	2,725,661	6/10/03
HYPERJET	2,701,262	3/25/03
CATCH-IT	2,411,101	12/5/00
HYPERSPATIAL	75/661,822	3/17/99
HYPERSHIP	2,302,711	12/21/99
ELSEWARE	2,275,504	9/7/99
RCTP	2,267,556	8/3/99
HYPERSPACE	2,213,131	12/22/98
HYPER SPACE	2,236,895	4/6/99

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