

05-02-2003

FOR A PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 05/31/2002)

U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office



102437598

To the Honorable Commissioner

Attached original documents or copy thereof.

1. Name of conveying party(ies):
TMW SYSTEMS INC

4-29-03

- Individual(s)
- General Partnership
- Corporation-State- OHIO
- Other

- Association
- Limited Partnership

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

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

Name: **Silicon Valley Bank**
Internal Address: HA155

Street Address: 3003 Tasman Drive

City: Santa Clara

State: CA

ZIP: 95054

OFFICE OF PUBLIC RECORDS
2003 APR 29 AM 9:59
FINANCE SECTION

3. Nature of conveyance:

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

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State-Delaware
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

Expiration Date: 04/10/03

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

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

A. Trademark Application No.(s)

76-372,933 ; 76-142,839

76-372,626 ; 76-077,498

76-372,604

76-372,603

76-372,602

76-142,840

B. Trademark No.(s)

2,042,666

1,930,604

Additional numbers attached? Yes No

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

Name: **Silicon Valley Bank**

Internal Address: Loan Documentation HA155

Street Address: 3003 Tasman Dr.

City: Santa Clara

State: Ca

ZIP: 95054

6. Total number of applications and registrations involved: 10

7. Total fee (37 CFR 3.41): \$265.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

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

DO NOT USE THIS SPACE

05/01/2003 6TON11 00000078 76372933

01 FC:8521 40.00 OP
02 FC:8522 225.00 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.

Maribel Artega
Name of Person Signing

Maribel Artega
Signature

4/22/03
Date

FR TW

Total number of pages including cover sheet, attachments, and document: 6

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

TRADEMARK
REEL: 002722 FRAME: 0945

ADDENDUM TO INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Addendum to Intellectual Property Security Agreement is executed pursuant to, and is an addendum to, an Intellectual Property Security Agreement, dated as of the Effective Date (as defined in the Amended and Restated Loan and Security Agreement by and between TMW Systems, Inc. and Silicon Valley Bank). This Addendum to Intellectual Property Security Agreement is presented for recordation as constructive notice that TMW SYSTEMS, INC. ("Assignor"), with its principal office at 309 SW Sixth Avenue, Suite 900, Portland, OR 97008-7113, the owner of the intellectual property identified in the exhibits attached hereto, has granted to SILICON VALLEY BANK ("Assignee"), with its principal office at 3003 Tasman Drive, Santa Clara, CA 95054, a security interest in the intellectual property, and the exclusive rights comprised in the intellectual property, to secure payment of a debt.

IN WITNESS WHEREOF, Assignor has executed this Addendum to Intellectual Property Security Agreement as of April 10, 2003.

TMW SYMSTEMS, INC.

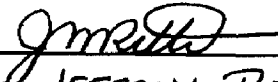
By: 
Name: JEFFREY RITTER
Title: CFO

Exhibit "A" attached to that certain Addendum to Intellectual Property Security Agreement dated April 10, 2003.

EXHIBIT "A"
COPYRIGHTS

SCHEDULE A - ISSUED COPYRIGHTS

<u>COPYRIGHT DESCRIPTION</u>	<u>REGISTRATION NUMBER</u>	<u>DATE OF ISSUANCE</u>
TL 2000 VERSION 4.1	TX4-740-876	9/10/98
TL 2000 VERSION 5.0	TX4-740-878	9/10/98
TL 2000 VERSION 5.1	TX4-740-877	9/10/98

SCHEDULE B - PENDING COPYRIGHT APPLICATIONS

<u>COPYRIGHT DESCRIPTION</u>	<u>APPLICATION NUMBER</u>	<u>DATE OF FILING</u>	<u>DATE OF CREATION</u>	<u>FIRST DATE OF PUBLIC DISTRIBUTION</u>
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SCHEDULE C - UNREGISTERED COPYRIGHTS (Where No Copyright Application is Pending)

<u>DESCRIPTION</u>	<u>CREATION</u>	<u>DISTRIBUTION FROM ASSIGNOR</u>	<u>ASSIGNOR</u>
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Exhibit "B" attached to that certain Addendum to Intellectual Property Security Agreement dated April 10, 2003.

EXHIBIT "B"
PATENTS

<u>PATENT</u> <u>DESCRIPTION</u>	<u>DOCKET NO.</u>	<u>COUNTRY</u>	<u>SERIAL NO.</u>	<u>FILING DATE</u>	<u>STATUS</u>
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TRADEMARK
REEL: 002722 FRAME: 0948

EXHIBIT "C"
TRADEMARKS

<u>TRADEMARK DESCRIPTION</u>	<u>COUNTRY</u>	<u>SERIAL NO.</u>	<u>REG. NO.</u>	<u>DATE FILED</u>	<u>STATUS</u>
TMWSUITE	USA	76-372,933		2/21/02	PENDING
ESTAT	USA	76-372,626		2/21/02	PENDING
TMW	USA	76-372,604		2/21/02	PENDING
TL2000	USA	76-372,603		2/21/02	PENDING
TMW	USA	76-372,602		2/21/02	PENDING
FLEET DOG	USA	76-142,840		10/10/00	PENDING
FLEETDOG.COM	USA	76-142,839		10/10/00	PENDING
TMW TOTALMAIL	USA	76-077,498		06/26/00	PENDING
MAKING THE PIECES FIT	USA	2,042,666		3/11/97	REGISTERED
THE TRUCKING SYSTEM	USA	1,930,604		10/31/95	REGISTERED

Exhibit "D" attached to that certain Addendum to Intellectual Property Security Agreement dated April 10, 2003.

EXHIBIT "D"
SERVICE MARKS

<u>SERVICE MARK</u>	<u>DESCRIPTION</u>	<u>COUNTRY</u>	<u>SERIAL NO.</u>	<u>REG. NO</u>	<u>STATUS</u>
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RECORDED: 04/29/2003

TRADEMARK
REEL: 002722 FRAME: 0950