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Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings ⇌ ⇌ ⇌		RECORDATION FC <b>TRADEMARKS ONLY</b> 102446926		DEPT. OF COMMERCE Trademark Office	
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.					
1. Name of conveying party(ies): Comerica Bank-California  <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State – California <input type="checkbox"/> Other _____  Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			2. Name and address of receiving party(ies) Name: <u>Roxio, Inc.</u> Internal Address: _____ Street Address: <u>461 South Milpitas Blvd.</u> City: <u>Milpitas</u> State: <u>CA</u> Zip: <u>95035</u> <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Delaware</u> <input type="checkbox"/> Other _____ If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No		
3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other <u>Release of Security Agreement</u> Execution Date: <u>April 16, 2003</u>					
4. Application number(s) or registration number(s): A. Trademark Application No.(s)  B. Trademark Registration No.(s) <u>2,271,088</u> Additional number(s) attached <input type="checkbox"/> Yes <input type="checkbox"/> No					
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Linda G. Henry</u> Internal Address: <u>Fenwick &amp; West LLP</u> _____ _____ Street Address: <u>801 California St.</u> _____ City: <u>Mountain View</u> State: <u>CA</u> Zip: <u>94041</u>			6. Total number of applications and registrations involved: <u>1</u> 7. Total fee (37 CFR 3.41)..... \$ <u>40.00</u> <input checked="" type="checkbox"/> Enclosed and <input checked="" type="checkbox"/> Authorized to be charged to deposit account, if necessary 8. Deposit account number: <u>50-0261</u>		
Signature: <u>Linda G. Henry</u> Name of Person Signing			Signature <u>Linda G. Henry</u> Date <u>May 5, 2003</u>		
Total number of pages including cover sheet, attachments, and document: <u>12</u>			OFFICE OF PUBLIC RECORDS 2003 MAY 12 AM 3:19 FINANCE SECTION		

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

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TRADEMARK  
 REEL: 002731 FRAME: 0896

## CONSENT AND RELEASE

**WHEREAS**, Comerica Bank-California, a California banking corporation ("**Comerica**") and Roxio, Inc., a Delaware corporation ("**Roxio**") have entered into that certain Loan and Security Agreement, dated March 8, 2002, as amended by that First Amendment to Loan and Security Agreement, dated April 9, 2003 (the "**Loan Agreement**"), pursuant to which Comerica holds a perfected security interest in the assets of Roxio, as evidenced by, among other things, a UCC-1 financing statement filed with the Delaware Secretary of State on January 30, 2002 as Document No. 20258875 ("**UCC Financing Statement**");

**WHEREAS**, Comerica is the Agent and sole Lender under the Loan Agreement;

**WHEREAS**, Roxio wishes to sell the assets described in the Schedule of Assets attached hereto ("**Schedule**") pursuant to an Asset Purchase Agreement relating to the GoBack Product Line by and among Symantec Corporation, Symantec Limited, Roxio, Inc., Wild File, Inc. and Roxio CI, Ltd., for the price of \$13,000,000 ("**Asset Purchase Agreement**");

**WHEREAS**, under the Loan Agreement, Roxio may not properly sell the assets listed on the Schedule without Comerica's consent;

**NOW, THEREFORE**, Comerica hereby (a) consents to the sale by Roxio of the assets listed on the Schedule pursuant to the Asset Purchase Agreement free and clear of its security interest in those assets; (b) consents to the license by Roxio of certain assets pursuant to and subject to the terms and conditions set forth in the Asset Purchase Agreement, and agrees that a foreclosure and subsequent disposition of assets by Comerica under the Loan Agreement shall not disturb any such license so granted by Roxio; and (c) agrees that it shall amend the UCC Financing Statement to delete its security interest in the assets listed on the Schedule upon proof that the transaction evidenced by the Asset Purchase Agreement has been consummated and the purchaser has paid the \$13,000,000 purchase price by means of a cash payment of \$10,250,000 directly to Roxio and \$2,750,000 to the Escrow Agent as designated in the Asset Purchase Agreement. Comerica's release is subject to the limitation that it is not releasing its security interest in any assets that are not transferred pursuant to the Asset Purchase Agreement, except that the license granted by Roxio as described in subparagraph (b) above shall not be subject to Comerica's security interest. Furthermore, Comerica's consent and release is subject to the limitation that the granting of a license by Roxio pursuant to the Asset Purchase Agreement does not limit or restrict the right of Roxio or any person or entity acquiring assets of Roxio to transfer, use or license the assets subject to any such license.

Dated: April 16, 2003

COMERICA BANK-CALIFORNIA,  
a California banking corporation

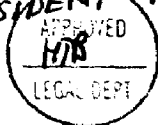
By: Todd Robertson  
Name: Todd Robertson  
Title: CBO

ACCEPTED & AGREED:  
ROXIO, INC.

By: \_\_\_\_\_  
Name:  
Title:

ACCEPTED & AGREED:  
SYMANTEC CORPORATION

By: Greg Myers  
Name: GREG MYERS  
Title: CHIEF FINANCIAL OFFICER,  
SENIOR VICE PRESIDENT  
OF FINANCE 4/17/03



Dated: April 16, 2003

COMERICA BANK-CALIFORNIA,  
a California banking corporation

By: Todd Robertson  
Name: Todd Robertson  
Title: CBO

ACCEPTED & AGREED:  
ROXIO, INC.

By: William E. Grobny  
Name: William E. Grobny  
Title: General Counsel

ACCEPTED & AGREED:  
SYMANTEC CORPORATION

By: \_\_\_\_\_  
Name:  
Title:

## Schedule of Assets

- **GoBack Product Line Software**
  - All versions of source, version control database, and object code for all English and localized versions of the Go-Back product, including enterprise and consumer versions, and including versions currently under development
  - All development materials such as test plans, bug database, graphics source, technical documentation, and product requirements
  - All user documentation
  - All GoBack marketing collateral and advertising materials in Roxio's possession
  - All other documents and materials used in development and marketing of GoBack
  - All GoBack customer records in Roxio's possession, including user registration data and technical support queries
- **Intellectual Property**

All of Roxio's rights, title and interest in, to and under all Intellectual Property Rights owned, licensed or used by Roxio (including any associated goodwill) related to the GoBack product line, including the patents, patent applications, copyrights, trademark and domain name set forth below in this Exhibit A.

  - **Patents and Patent Applications**

Serial Number	Filing Date	Status	Patent Number	Case - Title
09/105,733	6/26/1998	Issued	6,016,553	METHOD, SOFTWARE AND APPARATUS FOR SAVING, USING RECOVERING DATA
PCT/US98/18863		Completed		METHOD, SOFTWARE AND APPARATUS FOR SAVING, USING RECOVERING DATA
2000-509037	3/6/2000	Pending		METHOD, SOFTWARE AND APPARATUS FOR SAVING, USING RECOVERING DATA
198 82 659.1	9/4/1998	Pending		METHOD, SOFTWARE AND APPARATUS FOR SAVING, USING RECOVERING DATA
09/450,266	11/29/1999	Issued	6,240,527	METHOD, SOFTWARE AND APPARATUS FOR SAVING, USING AND RECOVERING DATA
09/843,127	4/25/2001	Abandoned		SYSTEM AND METHOD FOR RESTORING A COMPUTER SYSTEM AFTER FAILURE
09/354,250	7/15/1999	Issued	6,199,178	METHOD, SOFTWARE AND APPARATUS FOR SAVING, USING AND RECOVERING DATA
		Halted		METHODS FOR RESTORING DATA (temp. title)
60/121,725	2/26/1999	Converted		METHOD, SOFTWARE AND APPARATUS FOR LOCALLY OR REMOTELY REPAIRING OR ENHANCING COMPUTER DATA
PCT/US00/04758		Abandoned		METHOD, SOFTWARE AND APPARATUS FOR LOCALLY OR REMOTELY REPAIRING OR ENHANCING COMPUTER DATA
60/130,814	4/23/1999	Converted		METHOD, SOFTWARE AND APPARATUS FOR DEALING WITH DATA CORRUPTION AND SHARED DISKS IN THE CONTEXT OF SAVING, USING AND RECOVERING DATA
PCT/US00/10999		Completed		METHOD, SOFTWARE AND APPARATUS FOR DEALING WITH DATA CORRUPTION AND SHARED DISKS IN THE CONTEXT OF SAVING, USING AND RECOVERING DATA

- Office 97
- Photoshop
- **Developer Materials**
  - Developer books and reference materials
  - Emails related to product line
- **Inventory**
  - All GoBack product inventory and product documentation in Roxio's distribution channel, including all product inventory and product documentation on consignment, and all GoBack product inventory and product documentation manufactured but not shipped to Roxio's distributors, in each case worldwide.
- All existing Volume License Agreements for GoBack between Seller and any third parties listed in Section 3.11(h) of the Seller Disclosure Letter.
- All existing End User License Agreements for GoBack between Seller and any third parties.
- All open but unfulfilled purchase orders for GoBack as of the date hereof.
- All of Seller's rights under those certain non-disclosure agreements entered into between Seller and any current or former employees or consultants or any other third parties to protect confidential information of Seller to the extent related to GoBack technology.
- All of Seller's rights under those certain intellectual property assignment agreements entered into between Seller and any current or former employees or consultants or any other third parties to the extent related to GoBack technology, including, without limitation, the Independent Contractor Agreement by and between Roxio and Dynamic Information Systems, dated October 23, 2001.
- All licenses to open source code which are incorporated into the Seller Technology Assets, including without limitation:
  - The Apache Software License, Version 1.1
  - GNU Lesser General Public License Version 2.1, February 1999 – Free Software Foundation, Inc.
  - Sun Microsystems Binary Code License Agreement