


Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (e.p. 1/30/2005)		<b>RECORDATION FORM COVER SHEET TRADEMARKS ONLY</b>		U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office	
Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼					
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.					
1. Name of conveying party(ies):  Initial, Inc.  <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 <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: BHC Interim Funding, L.P. and Internal Address: BHC Interim Funding II, L.P.  Street Address: 444 Madison Avenue, 25th Floor City: New York                      State: NY                      Zip: 10022  <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input checked="" type="checkbox"/> Limited Partnership Delaware <input type="checkbox"/> Corporation-State _____ <input type="checkbox"/> Other _____ <small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be on a separate document from assignment)          Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small>		
3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: 10/31/03					
4. Application number(s) or registration number(s): A. Trademark Application No.(s) _____ _____ Additional number(s) attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			B. Trademark Registration No.(s) 1704122; 2196101 2191611; 2660624; 2780158		
5. Name and address of party to whom correspondence concerning document should be mailed: Name: Eric A. Dichter Internal Address: Wolf, Block, Schorr and Solis-Cohen LLP _____ Street Address: 1650 Arch Street - 22nd Floor _____ City: Philadelphia                      State: PA                      Zip: 19103			6. Total number of applications and registrations involved: <span style="border: 1px solid black; padding: 2px;">5</span>		
			7. Total fee (37 CFR 3.41): 140.00 <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account		
			8. Deposit account number: 232820		
<b>DO NOT USE THIS SPACE</b>					
9. Signature:  Eric A. Dichter  11/10/03 Name of Person Signing                                      Signature                                      Date					
Total number of pages including cover sheet, attachments, and document: <span style="border: 1px solid black; padding: 2px;">4</span>					

Mail documents to be recorded with required cover sheet information to:  
 Commissioner of Patent & Trademarks, Box Assignments  
 Washington, D.C. 2023

CH \$140.00 232820 1704122

**NOTICE OF ASSIGNMENT FOR SECURITY**

(Trademarks)

WHEREAS, INITIA, INC. (collectively, the "Assignor") has adopted, used and is using the trademarks and service marks listed on the annexed Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Assignor has entered into a Trademark Security Agreement dated as of October 31, 2003 (the "Security Agreement") in favor of BHC Interim Funding, L.P. and BHC Interim Funding II, L.P. (collectively, the "Assignee");

WHEREAS, pursuant to the Security Agreement, the Assignor has granted to the Assignee a security interest in all right, title and interest of the Assignor in, to and under the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the applications and restrictions thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof (all of the foregoing collectively, the "Collateral"), to secure the payment, performance and observance of the Obligations (as defined in the Security Agreement);

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Assignor does hereby grant to the Assignee a security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations.

The Assignor does hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, the Assignor has caused this Notice of Assignment for Security to be duly executed by its officer thereunto duly authorized as of October 31, 2003.

INITIA, INC.

By: 

Name: Ronald J. Gaboury

Title: President

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

On this 31st day of October, 2003, before me personally came Ronald J. Gaboury, to me known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that he is the President of INITIA, INC., and that he executed the foregoing instrument in the name of such corporation and that he/she had authority to sign the same, and he/she acknowledged to me that he/she executed the same as the act and deed of said corporation for the uses and purposes therein mentioned.

*Richelle Joy Brook*  
 \_\_\_\_\_  
 Notary Public

RICHELLE JOY BROOK  
 Notary Public, State of New York  
 No. 30 01834755294  
 Qualified in Nassau County  
 Commission Expires 10/31/06

Schedule ARegistered Trademarks

1. CALLVIEW, Reg. No. 1,704,122, Registration Date: July 28, 1992
2. ACCESSWARE; Reg. No. 2,196,201; Registration Date: October 13, 1998
3. VIDEOSWITCH; Reg. No. 2,191,611 (Supplemental Register); Registration Date: September 22, 1998
4. INITIA; Reg. No. 2,660,624; Registration Date: December 10, 2002
5. INITIA (Stylized form and Design)\*

\*Allowed for registration on Principal Register and statement of use accepted as of September 5, 2003; awaiting registration certificate and designation of registration number.