

11-13-2003



Form PTO-1594

(Rev. 10/02)

OMB No. 0651-0027 (exp. 6/30/2005)

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RECORD

TRADEMARK 102599639

DEPARTMENT OF COMMERCE
Patent and 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):
GATX Ventures, INC.

11-7-03

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

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

3. Nature of conveyance:

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

Execution Date: 09/11/03

2. Name and address of receiving party(ies)

Name: comScore Networks Inc.

Internal Address: Attn: Marisa Terrenzi, Esq.

Street Address: 11465 Sunset Hills Rd.

City: Reston State: VA Zip: 20190

- 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
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s) 78/059382,
78/067918

B. Trademark Registration No.(s) 2626210,
2545119, 2631816, 2556866,

Additional number(s) attached Yes No

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

Name: comScore Networks Inc.

Internal Address: Attn: Marisa Terrenzi, Esq.

Street Address: 11465 Sunset Hills Rd.,

Suite 200

City: Reston State: VA Zip: 20190

6. Total number of applications and registrations involved: 9

7. Total fee (37 CFR 3.41).....\$ 240

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Marisa Terrenzi, Esq.
Name of Person Signing

Marisa Terrenzi
Signature

10/29/2003
Date

Total number of pages including cover sheet, attachments, and document: 9

11/12/2003 ECDMPER 00000216 78059382

01 FC:8521
02 FC:8522

40.00 OP
200.00 OP

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

OPR/FINANCE
2003 NOV -7 AM 9:59

**Recordation Form Cover Sheet
TRADEMARKS ONLY
Form PTO-1594**

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

B. Trademark Registration No.(s): 2631815, 2626109, 2567580



1.4-02

01-10-2002



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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of ...

ed original documents or copy thereof.

1. Name of conveying party(ies): COMSCORE NETWORKS, INC. Individual(s) Association General Partnership Limited Partnership Corporation-State Other Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies) Name: GATX Ventures, Inc. Internal Address: Suite 200 Street Address: 3687 Mt. Boulevard City: Lafayette State: CA Zip: 94549 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 (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other Execution Date: December 27, 2001

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 78/059382 76/148073 75/853102 78/067918 78/059378 78/060387 78/060389 78/060390 76/105534 Additional number(s) attached Yes No

B. Trademark Registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed: Name: GATX Ventures, Inc. Internal Address: Attn: Legal Department Street Address: 16 Munson Road, Fl. 5 City: Farmington State: CT Zip: 06032

6. Total number of applications and registrations involved: 9 7. Total fee (37 CFR 3.41): \$ 240.00 Enclosed Authorized to be charged to deposit account 8. Deposit account number: (Attach duplicate copy of this page if paying by deposit account)

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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. John C. Bombara, In-House Counsel for GATX Ventures, Inc. Signature Date: December 31, 2001

11/09/2002 DBYRNE No. 0000074e78059382

11 FC:481 12 FC:482 40.00 200.00

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

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

TRADEMARK REEL: 002862 FRAME: 0217



GRANT OF SECURITY INTEREST

TRADEMARKS

THIS GRANT OF SECURITY INTEREST, dated as of December 27, 2001, is executed by COMSCORE NETWORKS, INC., a Delaware corporation ("Debtor"), in favor of GATX VENTURES, INC. ("Secured Party").

A. Pursuant to a Loan and Security Agreement, dated as of the date hereof (the "Agreement") among Debtor and the Secured Party, the Secured Party has agreed to extend certain credit facilities to Debtor upon the terms and subject to the conditions set forth therein;

B. Debtor owns the registered trademarks, service marks (and applications and registrations therefor), of the United States, more particularly described on Schedules 1-A and 1-B annexed hereto as part hereof (collectively, the "Trademarks");

C. Pursuant to the Agreement, Debtor has granted to Secured Party a security interest in all right, title and interest of Debtor in and to the Trademarks, together with associated goodwill, and all proceeds thereof, including any and all causes of action which may exist by reason of infringement thereof for the full term of the Trademarks (the "Collateral"), to secure the prompt payment, performance and observance of the Obligations, as defined in the Agreement;

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

Debtor does hereby further acknowledge and affirm that the rights and remedies of Secured Party with respect to the security interest in the Collateral granted hereby are more fully set forth in the Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

Secured Party's address is: GATX Ventures, Inc.
3687 Mount Diablo Blvd., Suite 200
Lafayette, California 94549

with a copy to:

GATX Ventures, Inc.
16 Munson Road
Farmington, CT 06032

IN WITNESS WHEREOF, Debtor has caused this instrument to be executed as of the day and year first written above.

COMSCORE NETWORKS, INC.

By: T. A. P.
Name: *SE Thomas A. Powell*
Title: *Secretary and C.P.*

SCHEDULE 1-A TO GRANT OF SECURITY INTEREST

TRADEMARKS

Trademark	Registration Number	Registration Date
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SCHEDULE 1-B TO GRANT OF SECURITY INTEREST

TRADEMARK APPLICATIONS

Trademark Application	Application Number	Application Date
BPI	78/059382	4/19/2001
CKP	76/148073	11/16/2000
COMSCORE	75/853102	11/19/1999
MARKETSCORE	78/067918	6/7/2001
NETSCORE	78/059378	4/19/2001
NETSCORE SITE PROFILER	78/060387	4/25/2001
NETSCORE TRAFFIC	78/060389	4/25/2001
NETSCORE TRAFFIC & BUYING	78/060390	4/25/2001
VOICEFIVE	76/105534	8/8/2000

**TERMINATION
OF
SECURITY INTEREST IN TRADEMARKS**

This Termination of Security Interest in Trademarks (the "Termination") is executed on behalf of **GATX Ventures, Inc.**, as Secured Party, in favor of **comScore Networks, Inc.**, a Delaware corporation (the "Debtor"), and is effective as of September 11, 2003.


RECITALS

The Grant of Security Interest in Trademarks was filed with the Patent and Trademark Office on January 4, 2002, at Reel/Frame 002418/0913.

The Secured Party hereby terminates its security interest in the Collateral, including without limitation, the trademarks and trademark applications listed in the original filing attached hereto.

IN WITNESS WHEREOF, this Termination is executed as of the date first above written.

GATX Ventures, Inc.

By: 
Name: Carl F. Swanson
Title: VP