

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	Release of Security Agreement
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Egan-Managed Capital II, L.P.		11/15/2004	LIMITED PARTNERSHIP:

RECEIVING PARTY DATA	
Name:	Top Layer Networks, Inc.
Street Address:	2400 Computer Drive
City:	Westboro
State/Country:	MASSACHUSETTS
Postal Code:	01581
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 16

Property Type	Number	Word Mark
Registration Number:	2701150	APPSAFE
Registration Number:	2575719	PERFECTING THE ART OF NETWORK SECURITY
Registration Number:	2664766	FLOW MIRROR
Registration Number:	2444571	TOPFLOW
Registration Number:	2594785	SECUREWATCH
Registration Number:	2527792	APPSWITCH
Registration Number:	2483210	TOPVIEW
Registration Number:	2667529	TOP LAYER
Registration Number:	2388753	TOPFIRE
Registration Number:	2388752	TOPPATH
Registration Number:	2733648	TOP LAYER NETWORKS
Serial Number:	76387690	DCFD
Serial Number:	76181871	GIGAWALL
Serial Number:	76314419	TOP LAYER ATTACK MITIGATOR
Serial Number:	76214630	GIGASHIELD

OP \$415.00 2701150

Serial Number:	76314420	TOP LAYER IDS BALANCER
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CORRESPONDENCE DATA

Fax Number: (781)622-5933
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (781) 622-5930
Email: nhh@mbbp.com
Correspondent Name: Thomas F. Dunn
Address Line 1: 1601 Trapelo Road
Address Line 2: Morse, Barnes-Brown & Pendleton, PC
Address Line 4: Waltham, MASSACHUSETTS 02451

NAME OF SUBMITTER:	Thomas F. Dunn
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Total Attachments: 3
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RELEASE OF SECURITY INTEREST

KNOW ALL MEN BY THESE PRESENTS that EGAN-MANAGED CAPITAL II, L.P., having a principal place of business at 30 Federal Street, Boston, Massachusetts, and 3I TECHNOLOGY PARTNERS L.P., having a principal place of business at 880 Winter Street, Suite 330, Waltham, Massachusetts, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, do hereby release and discharge the security interest in the following U.S. Reg. Numbers:

2,701,150	2,483,210
2,575,719	2,667,529
2,664,766	2,388,753
2,444,571	2,388,752
2,594,785	2,733,648
2,527,792	

and Serial Numbers:

76/387690	76/214630
76/181871	76/314420
76/314419	

(the "Marks") granted to them as Agents on behalf of certain lenders by TOP LAYER NETWORKS, INC., which security interest is dated April 10, 2003 and which was recorded on April 14, 2003 at Reel 2713, Frame 0345 in the U.S. Patent and Trademark Office, to which reference may be had, the debt secured thereby having been paid and satisfied in full.

This Release may be executed in any number of counterparts, all of which taken together shall constitute one Release.

EGAN-MANAGED CAPITAL II, L.P.

By: EMC Partners II, L.P., Its General Partner

By: _____

Michael Shanahan, Managing Partner

Date: _____

3I TECHNOLOGY PARTNERS L.P.

By: 3i Technology Associates LLC,

its General Partner

By: 3i Technology Corporation, its Manager

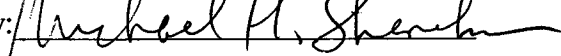
By:  _____

Mikko Suonenlahti, Director

Date: Nov. 15, 2004

EGAN-MANAGED CAPITAL II, L.P.

By: EMC Partners II, L.P., Its General Partner

By: 
Michael Shanahan, Managing Partner

Date: 11/15/2004

3I TECHNOLOGY PARTNERS L.P.

By: 3i Technology Associates LLC,
its General Partner

By: 3i Technology Corporation, its Manager

By: _____
Mikko Suonenlahti, Director

Date: _____

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