

6-3-04

06-10-2004

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings



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

102762518

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):  
Troika Networks, Inc.

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

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

2. Name and address of receiving party(ies)  
Name: Hamilton Apex Technology Ventures, L.P.  
Internal Address:  
Street Address: 12555 High Bluff Dr., No. 310  
City: San Diego State: CA Zip: 92130

Individual(s) citizenship  
 Association  
 General Partnership  
 Limited Partnership California limited partnership  
 Corporation-State  
 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: 05/12/2004

4. Application number(s) or registration number(s):  
 A. Trademark Application No.(s) 76/445,534  
 B. Trademark Registration No.(s) 2,659,994

Additional number(s) attached  Yes  No

6. Total number of applications and registrations involved: 2

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Susan R. Goldfarb, Esq.  
 Internal Address:  
 Heller Ehrman White & McAuliffe LLP  
 Street Address: 601 S. Figueroa St., 40th Fl.  
 City: Los Angeles State: CA Zip: 90017

7. Total fee (37 CFR 3.41) \$ 65.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.  
 Susan R. Goldfarb      Susan R. Goldfarb      6/2/04  
 Name of Person Signing      Signature      Date

Total number of pages including cover sheet, attachments, and document: 3

06/09/2004 MGETACHE 00000111 2659994

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40.00 OP 25.00 OP

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



06-03-2004

U.S. Patent & TMO/TM Mail Rcpt Dt. #11

TRADEMARK REEL: 002987 FRAME: 0329

## SHORT-FORM ASSIGNMENT OF TRADEMARKS

This Short-Form Assignment of Trademarks is made as of May 12, 2004, by and between TROIKA NETWORKS, INC., a California corporation, and HAMILTON APEX TECHNOLOGY VENTURES, L.P., a California limited partnership, individually and in its capacity as collateral agent ("Assignee"), with reference to the following facts:

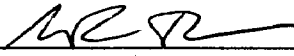
A. Assignor has agreed to assign all of its right, title and interest in and to the trademarks described in Exhibit A attached hereto (the "Marks") pursuant to that Security Agreement, dated as of May 12, 2004, among Troika Networks, Inc., in favor of Hamilton Apex Technology Ventures, L.P., individually and in its capacity as collateral agent (the "Security Agreement").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto hereby agree as follows:

Assignment. Pursuant to the terms and conditions of the Security Agreement, Assignor assigns to Assignee, all of Assignor's right, title and interest in and to the Marks.

IN WITNESS WHEREOF, the parties hereto have caused this Short-Form Assignment of Trademarks to be executed as of the date first written above.

TROIKA NETWORKS, INC., a California  
corporation

By:   
Name: William Terrell  
Title: CEO

HAMILTON APEX TECHNOLOGY  
VENTURES, L.P., a California limited partnership,  
individually and in its capacity as collateral agent

By: Hamilton Apex Management Partners LLC  
Title: General Partner

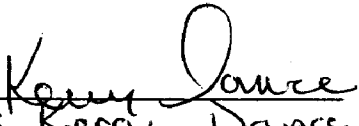
By:   
Name: Kerry Dance  
Title: Managing Member

Exhibit A to Short-Form Assignment of Trademarks

<b>COUNTRY</b>	<b>MARK</b>	<b>REGISTRATION/SERIAL NUMBER</b>
United States	SANCOMMAND	Reg. No. 2,659,994
United States	KAHUNA	Serial No. 76/445,534

LosAngeles/144037.2

RECORDED: 06/03/2004

TRADEMARK  
REEL: 002987 FRAME: 0331