

6/30/04



07-06-2004

Form PTO-1594 (Rev. 10/02) OMB No. 0851-0027 (exp. 6/30/2005)

RECO: TR

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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):  
BNP PARIBAS, AS ADMINISTRATIVE AGENT

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

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

2. Name and address of receiving party(ies)  
Name: CSG SYSTEMS, INC.  
Internal  
Address: 7887 EAST BELLEVIEW AVE, SUITE 1000  
Street Address:  
City: ENGLEWOOD State: CO Zip: 80111

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 RELEASE OF SECURITY INTEREST  
 Execution Date: 06/02/2004

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

A. Trademark Application No.(s) SEE SCHEDULE A ATTACHED

B. Trademark Registration No.(s) SEE SCHEDULE A ATTACHED

Additional number(s) attached  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: JACKIE LEE  
Internal Address: ACCESS INFORMATION SERVICES, INC.  
Street Address: 1773 WESTERN AVENUE  
City: ALBANY State: NY Zip: 12203

6. Total number of applications and registrations involved: 28

7. Total fee (37 CFR 3.41).....\$ 715.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

JACKIE LEE      [Signature]      06/03/2004  
 Name of Person Signing      Signature      Date

Total number of pages including cover sheet, attachments, and document: 8

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

07/02/2004 6TON11 00000097 2145792

01 FC:6521 40.00 OP  
 02 FC:6522 675.00 OP

**SCHEDULE A TO TERMINATION AND RELEASE OF  
SECURITY INTEREST IN TRADEMARKS**

**(TRADEMARKS AND TRADEMARK APPLICATIONS)**

<b><u>Mark</u></b>	<b><u>Ser. No./Reg. No.</u></b>
ACSR	2,145,792
ADVANCED CUSTOMER SERVICE REPRESENTATIVE	2,144,072
BECAUSE YOU'VE GOT OTHER THINGS TO DO	2,509,298
CCS	2,185,307
CIT	2,145,794
CUSTOMER INTERACTION TRACKING	2,122,550
ESP	2,145,793
ENHANCED STATEMENT PRESENTATION	2,122,549
CSG BILLCONNECT	2,474,180
CSG CALL CENTER EXPRESS	2,356,913
CSG CARE EXPRESS	2,444,980
CSG EVENTCONNECT	2,458,345
CSG FIRST CUSTOMER ANSWER LINE	2,177,955
CSG INFO EXPRESS	2,402,567
CSG NEXTGEN	2,463,221
CSG PHOENIX	2,226,448
CSG SCREEN EXPRESS	2,336,775
CSG STATEMENT EXPRESS	2,412,900
CSG SYSTEMS	2,337,678

053114-1000-08858-NY03.2359216.1

<b>CSG SYSTEMS</b>	<b>2,337,606</b>
<b>CSG SYSTEMS INTERNATIONAL</b>	<b>2,331,529</b>
<b>CSG TECHNET</b>	<b>2,468,185</b>
<b>CSG TICKET EXPRESS</b>	<b>2,330,318</b>
<b>CSG VANTAGE</b>	<b>2,141,980</b>
<b>CSG VANTAGEPOINT</b>	<b>2,164,291</b>
<b>CSG.WEB</b>	<b>2,274,736</b>
<b>CSG WORKFORCE EXPRESS</b>	<b>2,423,847</b>
<b>CSG WORKFORCE MANAGEMENT</b>	<b>2,491,104</b>

**TERMINATION AND RELEASE OF SECURITY INTEREST  
IN TRADEMARKS**

TERMINATION AND RELEASE dated as of June 2, 2004, from BNP PARIBAS, as Administrative Agent ("Agent") for certain banks and other financial institutions (the "Lenders"), to CSG SYSTEMS, INC., a Delaware corporation with its principal place of business at 7887 East Belleview Avenue, Suite 1000, Englewood, Colorado 80111 (the "Borrower").

**WITNESSETH:**

WHEREAS, pursuant to that certain Amended and Restated Guarantee and Collateral Agreement, dated as of February 28, 2002, made by the Grantors (as defined therein) in favor of the Agent (the "Collateral Agreement"), a security interest (the "Security Interest") was granted by the Grantors to the Agent in certain collateral, including the Trademark Collateral (as hereinafter defined);

WHEREAS, pursuant to that certain Grant of Security Interest in Trademarks dated as of March 26, 2002, among the Agent and Borrower (the "Security Agreement"), Borrower, by reference to the Collateral Agreement, reaffirmed its intent to grant a Security Interest to the Agent specifically in certain Trademark Collateral;

WHEREAS, the Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on April 3, 2002, at Reel 002474 and Frame 0043; and

WHEREAS, the Agent now desires to terminate and release the entirety of its Security Interest in the Trademark Collateral;

NOW, THEREFORE, for good and valuable consideration including the satisfaction of all obligations, indebtedness and liabilities secured by the Trademark Collateral pursuant to the Collateral Agreement, the receipt and adequacy of which are hereby acknowledged, and upon the terms and subject to the conditions set forth in this Termination and Release, the Agent hereby terminates and releases the Security Interest in the Trademark Collateral as follows:

1. **Trademark Collateral:** The term "Trademark Collateral," as used herein, shall mean all of the Grantors' right, title and interest of every kind and nature as of the date hereof in the Trademarks (including, without limitation, those items listed on Schedule A hereto). The term "Trademarks" shall have the meaning provided by reference in the Collateral Agreement and the Security Agreement.

2. **Release of Security Interest.** The Agent hereby terminates, releases and discharges its Security Interest in the Trademark Collateral, and any right, title or interest of the Agent in such Trademark Collateral shall hereby cease and become void.

3. Further Assurances: The Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be necessary or desirable to effect the release of the Security Interest contemplated hereby.


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TRADEMARK  
REEL: 003002 FRAME: 0677

IN WITNESS WHEREOF, the undersigned has executed this Termination and Release by its duly authorized officer as of the date first above written.

BNP PARIBAS, as Administrative Agent

By:   
Name: Susan Bowes  
Title: Director

By:   
Name: Richard Cohen  
Title: Vice President

**SCHEDULE A TO TERMINATION AND RELEASE OF  
SECURITY INTEREST IN TRADEMARKS**

**(TRADEMARKS AND TRADEMARK APPLICATIONS)**

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053114-1000-08858-NY09.235821A.1