

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

**RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY**

U.S. DEPARTMENT OF COMMERCE  
U.S. 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):  
Blue Chip Capital Fund III Limited Partnership

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( es):  
Name: Spotlight Solutions, Inc.  
Internal Address: Suite 410  
Street Address: 5181 Natorp Boulevard  
  
City: Mason  
State: Ohio      Zip: 45040

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  
(Designations must be a separate document from assignment)       No

Additional name(s) & address(es) attached?       Yes       No

3. Nature of Conveyance:  
 Assignment       Merger  
 Security Agreement       Change of Name  
 Other: Release of Security Agreement

Execution Date: 9/5/03

4. Application Number(s) or Registration Number(s):  
A. Trademark Application No.(s):  
76/501,901  
76/503,897

Additional numbers attached?       Yes       No

B. Trademark Registration No.(s):  
2,745,934  
2,701,538  
2,668,174

Additional numbers attached?       Yes       No

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: Erin Dugan, IP Paralegal  
Ropes & Gray LLP  
  
Internal Address: Atty. Dkt.: TSGF-TIP  
Street Address: One International Place  
  
City: Boston      State: MA      Zip: 02110


6. Total Number of applications and registrations involved:      5

7. Total fee (37 CFR 3.41)      \$ 140.00  
 Enclosed  
 Authorized to be charged to Deposit Account  
 Authorized to be charged to credit card (Form 2038 enclosed)

B. Deposit account number: 18-1945  
(Attach duplicate copy of this page if paying by deposit account)

**DO NOT USE THIS SPACE**

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.*

Emilia F. Cannella            3/15/05  
Name of Person Signing      Signature      Date

Total number of pages including cover sheet, attachments, and document:      17

CH \$140.00 181945 76501901

Form PTO-1594	<b>RECORDATION FORM COVER SHEET (continued)</b>	Page 2 of 2
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**Additional Conveying Parties (1. Continued):**

Venrock Associates, Venrock Associates III, L.P., Brand Equity Ventures I, L.P., Brand Equity Ventures II, L.P., Castellini Management Company Limited Partnership, and Steven E. Kaufmann

**Additional Receiving Parties (2. Continued):**

Assignee Name:  
 Internal Address:

Street Address:

City: State: Zip Code:

**Additional Applications and/or Registration Numbers (4. Continued)**

Additional Application Number(s) 4A continued:	Additional Registration Number(s) 4B continued:
Additional numbers attached? <input type="checkbox"/> Yes <input type="checkbox"/> No	

## RELEASE OF SECURITY INTEREST OF TRADEMARKS

THIS RELEASE is granted by Blue Chip Capital Fund III Limited Partnership, Venrock Associates, Venrock Associates III, L.P., Brand Equity Ventures I, L.P., Brand Equity Ventures II, L.P., Castellini Management Company Limited Partnership and Steven E. Kaufmann under the Security Agreement referred to below (collectively the "Secured Parties"), to SPOTLIGHT SOLUTIONS, INC., a Delaware corporation ("Spotlight").

WHEREAS, Spotlight entered into that certain Note Purchase Agreement, dated as of July 24, 2003 (the "Purchase Agreement") and certain Subordinated Secured Promissory Notes, dated July 24, 2003, issued in favor of each Secured Party (the "Notes");

WHEREAS, pursuant to that certain Security Agreement, dated as of July 24, 2003, (the "Security Agreement"), Spotlight granted to the Secured Parties a security interest in all of Spotlight's right, title and interest in and to its trademarks and service marks, together with the goodwill of the business symbolized by such trademarks and service marks, and the applications or registrations thereof, including, but not limited to, the trademarks and service marks listed in Schedule A attached hereto (collectively, the "Marks") to secure the payment and performance of the obligations under the Purchase Agreement and Notes;

WHEREAS, the Security Agreement was recorded in the U.S. Patent and Trademark Office on August 6, 2003 at Reel 002695 at Frame 0759; and

WHEREAS, all of the obligations under the Purchase Agreement and Notes have been satisfied and Spotlight is entitled to the release of the security interest granted in the Security Agreement;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged:

1. The Secured Parties, and each of them, hereby releases the entire security interest in the Marks.
2. This release of security interest is being executed by the Secured Parties, and each of them by its duly authorized officer, with the intention that it be recorded in the U.S. Patent and Trademark Office to evidence that neither Spotlight nor any of the properties listed on Schedule A is subject to the security interest as set forth in the Security Agreement.

IN WITNESS WHEREOF, the Secured Parties, and each of them, has caused this release to be executed by its duly authorized officer this 5<sup>th</sup> day of September, 2003.

SPOTLIGHT SOLUTIONS, INC

By: Nicholas P. Capomuto  
Name: NICHOLAS P. CAPOMUTO  
Title: CFO

BLUE CHIP CAPITAL FUND III LIMITED PARTNERSHIP

By: Blue Chip Venture Company, Ltd.,  
Its General Partner

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

VENROCK ASSOCIATES

By: A General Partner

VENROCK ASSOCIATES III, L.P.

By: Venrock Management III LLC,  
Its General Partner

By: \_\_\_\_\_  
As a General Partner or Member

BRAND EQUITY VENTURES I, L.P.

By: Brand Equity Partners I, L.L.C.,  
Its General Partner

By: \_\_\_\_\_  
David Yarnell, Member


BRAND EQUITY VENTURES II, L.P.

By: Brand Equity Partners II, L.L.C.,  
Its General Partner

By: \_\_\_\_\_  
David Yarnell, Member

STATE OF OHIO )  
 ) : SS:  
COUNTY OF Hamilton )

On this 5th day of September, 2003 before me appeared Nicholas P. Carpinello the person who signed this instrument, who acknowledged that he/~~she~~ is a Chief Financial Officer of SPOTLIGHT SOLUTIONS, INC. and that being duly authorized he/she signed such instruments as a free act on behalf of SPOTLIGHT SOLUTIONS, INC.

Jamie L. Grimes  
 7/15/2008  
JAMIE L. GRIMES  
Notary Public, State of Ohio  
My Commission Expires  
July 15, 2008

STATE OF \_\_\_\_\_ )  
 ) : SS:  
COUNTY OF \_\_\_\_\_ )

On this \_\_\_\_\_ day of September, 2003 before me appeared \_\_\_\_\_, the person who signed this instrument, who acknowledged that he/she is a \_\_\_\_\_ of Blue Chip Venture Company, Ltd., the general partner of BLUE CHIP CAPITAL FUND III LIMITED PARTNERSHIP and that being duly authorized he/she signed such instruments as a free act on behalf of BLUE CHIP CAPITAL FUND III LIMITED PARTNERSHIP.

\_\_\_\_\_  
Notary Public  
My Commission expires: \_\_\_\_\_

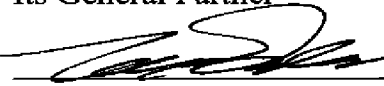
IN WITNESS WHEREOF, the Secured Parties, and each of them, has caused this release to be executed by its duly authorized officer this 5<sup>th</sup> day of September, 2003.

SPOTLIGHT SOLUTIONS, INC.

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

BLUE CHIP CAPITAL FUND III LIMITED PARTNERSHIP

By: Blue Chip Venture Company, Ltd.,  
Its General Partner

By:  \_\_\_\_\_  
Name: Todd Gmelin  
Title: Director

VENROCK ASSOCIATES

By: A General Partner

VENROCK ASSOCIATES III, L.P.

By Venrock Management III LLC,  
Its General Partner

By: \_\_\_\_\_  
As a General Partner or Member

BRAND EQUITY VENTURES I, L.P.

By: Brand Equity Partners I, L.L.C.,  
Its General Partner

By: \_\_\_\_\_  
David Yarnell, Member

BRAND EQUITY VENTURES II, L.P.

By: Brand Equity Partners II, L.L.C.,  
Its General Partner

By: \_\_\_\_\_  
David Yarnell, Member

STATE OF \_\_\_\_\_ )  
 ) : SS:  
COUNTY OF \_\_\_\_\_ )

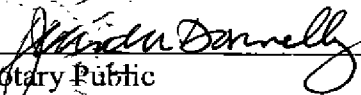
On this \_\_\_\_\_ day of September, 2003 before me appeared \_\_\_\_\_,  
the person who signed this instrument, who acknowledged that he/she is a \_\_\_\_\_  
\_\_\_\_\_ of SPOTLIGHT SOLUTIONS, INC. and that being duly authorized he/she  
signed such instruments as a free act on behalf of SPOTLIGHT SOLUTIONS, INC.

\_\_\_\_\_  
Notary Public

My Commission expires: \_\_\_\_\_

STATE OF OHIO )  
 ) : SS:  
COUNTY OF HAMILTON )

On this 5<sup>TH</sup> day of September, 2003 before me appeared TODD GARDNER,  
the person who signed this instrument, who acknowledged that he/she is a DIRECTOR of  
Blue Chip Venture Company, Ltd., the general partner of BLUE CHIP CAPITAL FUND III  
LIMITED PARTNERSHIP and that being duly authorized he/she signed such instruments as a  
free act on behalf of BLUE CHIP CAPITAL FUND III LIMITED PARTNERSHIP.

  
\_\_\_\_\_  
Notary Public

My Commission expires: \_\_\_\_\_

**JEAN M. DONNELLY**  
Notary Public, State of Ohio  
My Commission Expires Aug. 28, 2004

IN WITNESS WHEREOF, the Secured Parties, and each of them, has caused this release to be executed by its duly authorized officer this \_\_\_\_\_ day of September, 2003.

SPOTLIGHT SOLUTIONS, INC.

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

BLUE CHIP CAPITAL FUND III LIMITED PARTNERSHIP

By: Blue Chip Venture Company, Ltd.,  
Its General Partner

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

VENROCK ASSOCIATES

By: A General Partner

VENROCK ASSOCIATES III, L.P.

By Venrock Management III LLC,  
Its General Partner

By: Michael C. Brooks  
As a General Partner or Member

BRAND EQUITY VENTURES I, L.P.

By: Brand Equity Partners I, L.L.C.,  
Its General Partner

By: \_\_\_\_\_  
David Yarnell, Member

BRAND EQUITY VENTURES II, L.P.

By: Brand Equity Partners II, L.L.C.,  
Its General Partner

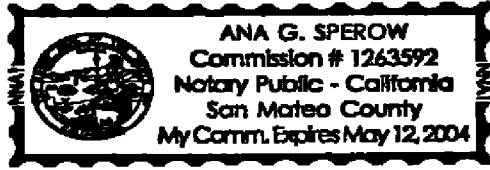
By: \_\_\_\_\_  
David Yarnell, Member



STATE OF California )  
 )  
COUNTY OF San Mateo ): SS:

On this 5th day of September, 2003 before me appeared Michael C. Brooks, or Member  
the person who signed this instrument, who acknowledged that he she is a General Partner of  
Venrock Management III LLC, the general partner of VENROCK ASSOCIATES and a Member  
of VENROCK ASSOCIATES III, L.P. and that being duly authorized he she signed such  
instruments as a free act on behalf of VENROCK ASSOCIATES III, L.P.

Ana G. Sperow  
Notary Public



My Commission expires: May 12, 2004

STATE OF \_\_\_\_\_ )  
 )  
COUNTY OF \_\_\_\_\_ ): SS:

On this \_\_\_\_\_ day of September, 2003 before me appeared \_\_\_\_\_,  
the person who signed this instrument, who acknowledged that he/she is a \_\_\_\_\_ of  
Brand Equity Partners I, L.L.C., the general partner of BRAND EQUITY VENTURES I, L.P.  
and that being duly authorized he/she signed such instruments as a free act on behalf of BRAND  
EQUITY VENTURES I, L.P.

\_\_\_\_\_  
Notary Public

My Commission expires: \_\_\_\_\_

IN WITNESS WHEREOF, the Secured Parties, and each of them, has caused this release to be executed by its duly authorized officer this 5<sup>th</sup> day of September, 2003.

SPOTLIGHT SOLUTIONS, INC.

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

BLUE CHIP CAPITAL FUND III LIMITED PARTNERSHIP

By: Blue Chip Venture Company, Ltd.,  
Its General Partner

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

VENROCK ASSOCIATES

By: A General Partner

VENROCK ASSOCIATES III, L.P.

By Venrock Management III LLC,  
Its General Partner

By: \_\_\_\_\_  
As a General Partner or Member

BRAND EQUITY VENTURES I, L.P.

By: Brand Equity Partners I, L.L.C.,  
Its General Partner

By: David Yarnell  
David Yarnell, Member

BRAND EQUITY VENTURES II, L.P.

By: Brand Equity Partners II, L.L.C.,  
Its General Partner

By: David Yarnell  
David Yarnell, Member

STATE OF \_\_\_\_\_ )  
 ) : SS:  
COUNTY OF \_\_\_\_\_ )

On this \_\_\_\_\_ day of September, 2003 before me appeared \_\_\_\_\_,  
the person who signed this instrument, who acknowledged that he/she is a \_\_\_\_\_ of  
Venrock Management III LLC, the general partner of VENROCK ASSOCIATES and a Member  
of VENROCK ASSOCIATES III, L.P. and that being duly authorized he/she signed such  
instruments as a free act on behalf of VENROCK ASSOCIATES III, L.P.

\_\_\_\_\_  
Notary Public  
My Commission expires: \_\_\_\_\_

STATE OF Connecticut )  
 ) : SS:  
COUNTY OF Fairfield )

On this 5<sup>th</sup> day of September, 2003 before me appeared David Yakusell,  
the person who signed this instrument, who acknowledged that he/she is a member of  
Brand Equity Partners I, L.L.C., the general partner of BRAND EQUITY VENTURES I, L.P.  
and that being duly authorized he/she signed such instruments as a free act on behalf of BRAND  
EQUITY VENTURES I, L.P.

Gabrielle P. LaManna  
Notary Public  
My Commission expires: \_\_\_\_\_



STATE OF CONNECTICUT )  
 )  
COUNTY OF Fairfield ) : SS:

On this 5<sup>th</sup> day of September, 2003 before me appeared David Yarnell,  
the person who signed this instrument, who acknowledged that he/she is a member of  
Brand Equity Partners II, L.L.C. the general partner of BRAND EQUITY VENTURES II, L.P.  
and that being duly authorized he/she signed such instruments as a free act on behalf of BRAND  
EQUITY VENTURES II, L.P.

Gabrielle P. LaManna  
Notary Public  
My Commission Expires 11/30/2005  
GABRIELLE P. LAMANNA  
NOTARY PUBLIC  
My Commission Expires 11/30/2005

STATE OF \_\_\_\_\_ )  
 ) : SS:  
COUNTY OF \_\_\_\_\_ )

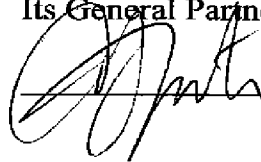
On this \_\_\_\_\_ day of September, 2003 before me appeared \_\_\_\_\_,  
the person who signed this instrument, who acknowledged that he/she is a \_\_\_\_\_ of  
Robert H. Castellini Holding Company, Inc., the general partner of CASTELLINI  
MANAGEMENT COMPANY, LIMITED PARTNERSHIP and that being duly authorized  
he/she signed such instruments as a free act on behalf of CASTELLINI MANAGEMENT  
COMPANY, LIMITED PARTNERSHIP.

\_\_\_\_\_  
Notary Public  
My Commission expires: \_\_\_\_\_

CASTELLINI MANAGEMENT COMPANY,  
LIMITED PARTNERSHIP

By: Robert H. Castellini Holding Company, Inc.,  
Its General Partner

By



Christopher L. Fister

---

Stephen E. Kaufmann

STATE OF \_\_\_\_\_ )  
 ): SS:  
COUNTY OF \_\_\_\_\_ )

On this \_\_\_\_\_ day of September, 2003 before me appeared \_\_\_\_\_,  
the person who signed this instrument, who acknowledged that he/she is a \_\_\_\_\_ of  
Brand Equity Partners II, L.L.C. the general partner of BRAND EQUITY VENTURES II, L.P.  
and that being duly authorized he/she signed such instruments as a free act on behalf of BRAND  
EQUITY VENTURES II, L.P.

\_\_\_\_\_  
Notary Public  
My Commission expires: \_\_\_\_\_

STATE OF Ohio )  
 ): SS:  
COUNTY OF Hamilton )

On this 5<sup>th</sup> day of September, 2003 before me appeared Christopher L. Fister  
the person who signed this instrument, who acknowledged that he/she is a Secretary of  
Robert H. Castellini Holding Company, Inc., the general partner of CASTELLINI  
MANAGEMENT COMPANY, LIMITED PARTNERSHIP and that being duly authorized  
he/she signed such instruments as a free act on behalf of CASTELLINI MANAGEMENT  
COMPANY, LIMITED PARTNERSHIP.

Mary E. Phillips  
Notary Public  
My Commission expires: Sept. 28, 2003

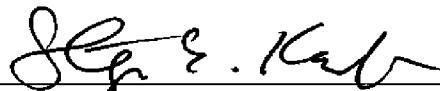
MARY E. PHILLIPS  
Notary Public, State of Ohio  
My Commission Expires Sept. 28, 2003



CASTELLINI MANAGEMENT COMPANY,  
LIMITED PARTNERSHIP

By: Robert H. Castellini Holding Company, Inc.,  
Its General Partner

By \_\_\_\_\_



\_\_\_\_\_  
Stephen B. Kaufmann

STATE OF OHIO )  
 ) : SS:  
COUNTY OF HAMILTON )

On this 5<sup>th</sup> day of September, 2003 before me appeared Stephen E. Kaufmann, who acknowledged this instrument to be his free act and deed.

Jami L. Grimes  
Notary Public

My Commission expires: 7/15/2008



JAMI L. GRIMES  
Notary Public, State of Ohio  
My Commission Expires  
July 15, 2008



SEP. 5. 2003 4:05PM

BEV CAPITAL

NO. 031 P. 14

Schedule A**TRADEMARKS AND SERVICE MARKS**

<u>Trademark/Service Mark Description</u>	<u>Registration Number</u>	<u>Filing Date</u>
Rapid Results	76501901 (Application No.)	3/27/2003
Retail Advisor & Design	76503897 (Application No.)	4/4/2003
Spotlight & Design	76242283 (Application No.) 2745934 (Registration No.)	4/17/2001 Issue 8/5/2003
Markdown Optimizer	76241734 (Application No.) 2701538 (Registration No.)	4/16/2001 Issue 3/25/2003
Spotlight	76241847 (Application No.) 2668174 (Registration No.)	4/17/2001 Issue 12/31/2002