

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
SILICON VALLEY BANK		06/02/2005	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	TIMELINE, INC.		
Street Address:	3055 - 112th Avenue N.E., Suite 106		
City:	Bellevue		
State/Country:	WASHINGTON		
Postal Code:	98004		
Entity Type:	CORPORATION: WASHINGTON		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1673332	TIMELINE	
Registration Number:	2140219	T	
CORRESPONDENCE DATA			
Fax Number:	(206)587-2308		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	jbim@cairncross.com		
Correspondent Name:	Cairncross & Hempelmann, P.S.		
Address Line 1:	524 Second Avenue, Suite 500		
Address Line 2:	Attn: Joong-Bin Im		
Address Line 4:	Seattle, WASHINGTON 98104		
NAME OF SUBMITTER:	Joong-Bin Im		
Signature:	/jbim/		
Date:	06/02/2005		

Total Attachments: 5

900025760

**TRADEMARK
 REEL: 003096 FRAME: 0042**

OP \$65.00 1673332

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Payment Request and Agreement

To: Mary Hancock
Timeline, Inc.
3055 112th Ave NE, STE 106
Bellevue, WA 98004

Re: Timeline, Inc. ("Borrower")
(Our Loan No.2100000967)

Mary and Charlie:

This will confirm that payment of the sum of \$4,888.71, (plus \$1.54) per day after (6/2/2005), will constitute payment in full of all sums due us from the above Borrower, and upon receipt of such sum by wire transfer as set forth below, we will provide you with signed Termination Statements terminating all UCC-1 Financing Statements in our favor with respect to the Borrower, and such other documentation as you shall reasonably request in order to terminate any other outstanding liens or security interests in our favor granted by, or in connection with loans to, the Borrower.

Please check one:

Wire Instructions:

Account of Specialty Finance Division
Name of Bank Silicon Valley Bank
Address of Bank 3003 Tasman Drive
Santa Clara, CA. 95054
Account Number 0103258570
ABA No. 1211-40399
Beneficiary Name: To Payoff Timeline, Inc. loan Balance in Full

Debit Checking Account:

Account # 33000-25413

Sincerely yours,

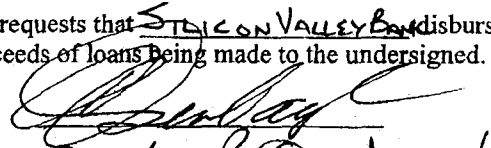
Paul Hiemstra
Relationship Manager
(425) 739-7191 (Direct)
(425) 827-6404 (Fax)

Payment Authorization By Borrower.

The undersigned approves the above and requests that ~~SILICON VALLEY BANK~~ disburse the foregoing amount as set forth above, from the proceeds of loans being made to the undersigned.

Borrower Signature:

By:
Title:


Charles R Osenbaugh
Pres.

Acknowledgment of Amendment (Termination [Secured Party])

File Number	2005-153-4205-7
File Date/Time	06/02/2005 2:27PM
Initial Filing Number	2004-251-0175-1
Fee Amount (\$US)	10.00
Filing Office	WA DOL
File Status	Accepted
Amendment Type	Termination
Authorizing Party (Debtor)	Timeline, Inc.
Filer Reference Data	3182-29

This acknowledgment reflects the information that was filed with the Department of Licensing,
Uniform Commercial Code office, on this date.



Elizabeth A. Luce

6/2/2005

Elizabeth A. Luce, Director, Department of Licensing

Acknowledgment of Amendment (Termination [Secured Party])

File Number	2005-153-4201-9
File Date/Time	06/02/2005 2:22PM
Initial Filing Number	96-113-0358
Fee Amount (\$US)	10.00
Filing Office	WA DOL
File Status	Accepted
Amendment Type	Termination
Authorizing Party (Debtor)	Timeline, Inc.
Filer Reference Data	3192-29

This acknowledgment reflects the information that was filed with the Department of Licensing,
Uniform Commercial Code office, on this date.



Elizabeth A. Luce

6/2/2005

Elizabeth A. Luce, Director, Department of Licensing

Acknowledgment of Information Search

File Search Number	2005-147-3690-1S
Search On	Timeline, Inc. Search Type: All Result Type: Listing Include Lapsed: No
Certified Through Date	05/26/2005
Fee Amount (\$US)	15.00

Initial Financing Statement

File Number	96-113-0358
File Date/Time	04/22/1996
Lapse Date	04/22/2006
Debtor	TIMELINE, INC 3055 112TH AVE NE STE 106 BELLEVUE WA 98004 USA
Secured Party	SILICON VALLEY BANK 3003 TASMAN DRIVE SANTA CLARA CA 95054 USA

Amendment (Continuation)

File Number	2001-068-0076
File Date/Time	03/09/2001
Initial Filing Number	96-113-0358

Initial Financing Statement

File Number	2004-251-0175-1
File Date/Time	09/07/2004
Lapse Date	09/07/2009
Debtor	Timeline, Inc. 3055 112th Ave NE , #106 Bellevue WA 98004 USA Tax ID: Organizational Type: Corp. Jurisdiction: WA Organizational ID: 601452391
Secured Party	Silicon Valley Bank 3003 Tasman Drive

Santa Clara CA 95054 USA

Initial Financing Statement

File Number	2005-147-2963-7
File Date/Time	05/27/2005
Lapse Date	06/26/2015
Debtor	TIMELINE 3707 124TH ST NE 6 MARYSVILLE WA 98271-8770
Secured Party	IRS, CCP-LienUnit PO Box 145595 Cincinnati OH 45250-5595

The above listing is a record of all financing statements and liens for the specific name requested and which are currently on file in the Department of Licensing as of the certified through date. The Department of Licensing hereby disclaims responsibility in this record search and certification other than the name specified in your request for information.

*Elizabeth A. Luce*

5/27/2005

Elizabeth A. Luce, Director, Department of Licensing