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05-05-2005

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

<p>1. Name of conveying party(ies): H2F MEDIA INC</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State- Oregon <input type="checkbox"/> Other</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies): Name: Silicon Valley Bank Internal Address: HA155</p> <p>Street Address: 3003 Tasman Drive</p> <p>City: Santa Clara State: CA ZIP: 95054</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: 11/10/04</p>	<p><input type="checkbox"/> Individual(s) citizenship <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State-<u>Delaware</u> <input type="checkbox"/> Other</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>

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

A. Trademark Application No.(s)	B. Trademark No.(s) 78-504611
Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

05 MAY -2 PM 2:29
OPR/FINANCE

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: Silicon Valley Bank</p> <p>Internal Address: Loan Documentation HA155</p> <p>Street Address: 3003 Tasman Dr.</p> <p>City: Santa Clara State: Ca ZIP: 95054</p>	<p>6. Total number of applications and registrations involved: 1</p> <p>7. Total fee (37 CFR 3.41): \$<u>40.00</u> <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: (Attach duplicate copy of this page if paying by deposit account)</p>
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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.

05/04/2005 DBYRNE 00000062 78504611

01 FC:0521
Name of Person Signing **Manibel Higuareda** (40.00 OP)

Manibel Higuareda
Signature

3/25/05
Date

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

ADDENDUM TO INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Addendum to Intellectual Property Security Agreement is executed pursuant to, and is an addendum to, an Intellectual Property Security Agreement, dated December 15, 2002. This Addendum to Intellectual Property Security Agreement is presented for recordation as constructive notice that H2F MEDIA, INC. ("Assignor"), with its principal office at 15800 SW Upper Boones Ferry, #120, Lake Oswego, OR 97035, the owner of the intellectual property identified in the exhibits attached hereto, has granted to SILICON VALLEY BANK ("Assignee"), with its principal office at 3003 Tasman Drive, Santa Clara, CA 95054, a security interest in the intellectual property, and the exclusive rights comprised in the intellectual property, to secure payment of a debt.

IN WITNESS WHEREOF, Assignor has executed this Addendum to Intellectual Property Security Agreement as of November 24, 2003.

H2F MEDIA, INC.

By: *James Van Kerkhove*
Name: JAMES VAN KERKHOVE
Title: PRESIDENT

update of EXHIBIT "C"

James Van Kerkhove 11/10/04
JAMES VAN KERKHOVE
VICE PRESIDENT

Exhibit "C" attached to that certain Addendum to Intellectual Property Security Agreement dated November 24, 2003.

11/10/04

EXHIBIT "C"
TRADEMARKS

<u>TRADEMARK DESCRIPTION</u>	<u>COUNTRY</u>	<u>SERIAL NO.</u>	<u>REG. NO</u>	<u>STATUS</u>
Adaptive Media	USA	78-299,466		Pending
ADAPTIVE MEDIA PACKAGE	USA	78-180,167		PENDING
PROLIFIQ SOFTWARE	USA	78-504,611		PENDING <i>JML</i>

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