

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
STORACTIVE, INC.		12/23/2005	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	AGILITY CAPITAL, LLC
Street Address:	226 E. CANON PERDIDO
Internal Address:	SUITE F
City:	SANTA BARBARA
State/Country:	CALIFORNIA
Postal Code:	93101
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Serial Number:	78311862	LIVEBACKUP
Registration Number:	2928772	S
Serial Number:	78311807	STORACTIVE
Serial Number:	78310333	OPENDELTA
Registration Number:	2837288	LIVESERV
Registration Number:	2513171	STORACTIVE LIVEBACKUP
Registration Number:	2448140	STORACTIVE

CORRESPONDENCE DATA

Fax Number: (858)550-6420
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 858-550-6403
 Email: erin.obrien@cooley.com
 Correspondent Name: Erin O'Brien
 Address Line 1: 4401 Eastgate Mall

CH \$190.00 78311862

Address Line 4: San Diego, CALIFORNIA 92121

ATTORNEY DOCKET NUMBER: 305948-111 STORACTIVE

NAME OF SUBMITTER: Erin O'Brien

Signature: /Erin O'Brien/

Date: 12/30/2005

Total Attachments: 4
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Agility Capital

001

INTELLECTUAL PROPERTY SECURITY AGREEMENT

23 *[Handwritten initials]*

This Intellectual Property Security Agreement is entered into as of December 16, 2005 by and between AGILITY CAPITAL, LLC ("Lender") and STORACTIVE, INC., a California corporation ("Borrower").

RECITALS

Lender and Borrower are parties to that certain Loan Agreement of even date (as amended from time to time, the "Loan Agreement"). Capitalized terms used herein have the meaning assigned in the Loan Agreement. Pursuant to the terms of the Loan Agreement, Borrower has granted to Lender security interest in the Collateral.

NOW, THEREFORE, Borrower agrees as follows:

AGREEMENT

To secure performance of its obligations under the Loan Agreement, Borrower grants to Lender a security interest in all of Borrower's right, title and interest in Borrower's intellectual property (including without limitation those Copyrights, Patents and Trademarks listed on Schedules A, B and C hereto), including without limitation all proceeds thereof (such as, by way of example but not by way of limitation, license royalties and proceeds of infringement suits). This security interest is granted in conjunction with the security interest granted to Lender under the Loan Agreement. Each right, power and remedy of Lender provided for herein shall not preclude the simultaneous or later exercise by Lender of any or all other rights, powers or remedies.

IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed as of the first date written above.

Address of Borrower:

4551 Glencoe Ave. Suite 150
Marina del Rey, CA 90292

Attn:

STORACTIVE, INC.

By: *[Signature]*
Andrew D. McCormae
Title: Chief Financial Officer

Address of Lender:

226 E. Canon Perdido Street, Suite F
Santa Barbara, CA 93101

AGILITY CAPITAL, LLC

By: *[Signature]*
Title: Chief Operating Officer

EXHIBIT A

Copyrights

Description	Registration Number	Registration Date
Livebackup backup software	TX5006616	01/31/2000

EXHIBIT B

Patents

Description	Application Number	Application Date
Systems and methods for electronic data storage management	6,366,988	04/02/2002
Systems and methods for electronic data storage management	10/027,700	05/09/2002
Zone backup technology	10/324,688	12/19/2002
Systems and methods for electronic data storage management	10/645,030	08/20/2003
System rollback	10/607,332	06/26/2003
Systems and methods for electronic data protection and management - open delt	10/647,917	09/30/2003
Zonebackup technology	pending	11/23/2005

EXHIBIT C

Trademarks

Description	Registration/ Application Number	Registration/ Application Date
Livebackup	78/311,862	10/09/2003
S (and design)	2,928,772	03/01/2005
Storactive (and design)	3,021,804	11/29/2005
Opendelta	78/310,333	10/07/2003
Liveserv	2,837,288	04/27/2004
Storactive Livebackup	2,513,171	11/27/2001
Storactive	2,448,140	05/01/2001