

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
ePrize, LLC		07/06/2006	LIMITED LIABILITY COMPANY: MICHIGAN
RECEIVING PARTY DATA			
Name:	Charter One Bank NA		
Street Address:	1250 West Fourteen Mile Road		
City:	Troy		
State/Country:	MICHIGAN		
Postal Code:	48083-1030		
Entity Type:	INC. ASSOCIATION: UNITED STATES		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2892758	EPRIZE	
Registration Number:	2918479	EPRIZE	
CORRESPONDENCE DATA			
Fax Number:	(248)258-1439		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	248-258-2503		
Email:	trademark@butzel.com		
Correspondent Name:	Jeffrey D. Moss		
Address Line 1:	Butzel Long		
Address Line 2:	100 Bloomfield Hills Parkway, Ste. 200		
Address Line 4:	Bloomfield Hills, MICHIGAN 48304		
ATTORNEY DOCKET NUMBER:	133674-4		
NAME OF SUBMITTER:	Thomas T. Moga		
Signature:	/thomas t. moga/		

CH \$65.00 2892758

Date:

07/11/2006

Total Attachments: 2

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SECURITY AGREEMENT

The undersigned ePrize, LLC, a Michigan limited liability company (the "Grantor") with principal offices at One Eprize Drive, Pleasant Ridge, Michigan 48069, hereby assigns and grants to Charter One Bank NA, a national banking association, the address of which for purposes herein is 1250 West Fourteen Mile Road, Troy, MI 48083-1030, (the "Grantee") a security interest in the following described personal property (all such property hereinafter collectively called "Collateral"):

INTANGIBLES - All general intangibles, including, but not limited to, trade names, goodwill, trademarks, copyrights, processes, patents, patent rights, patent applications, licenses, inventions and royalties, and/or commissions;

Identification of Registered Trademarks

United States Trademark Registration No. 2,892,758 for "EPRIZE", registered October 12, 2004.

United States Trademark Registration No. 2,918,479 for "EPRIZE and design", registered January 18, 2005.

Identification of Pending Patent Applications

United States Patent Application Serial No. 11/332,114, Attorney Docket No.: 06-004-US, filed January 12, 2006 .

United States Provisional Patent Application Serial No. 60/750,875, Attorney Docket No.: 05-353-US-PV, filed December 16, 2005 .

Identification of Patent Licenses

Non-Exclusive License between Global Commerce Group, LLC and ePrize, LLC for the rights to use U.S. Patent No. 6,406,062, issued June 18, 2002 and titled "Hidden Image Game Piece".

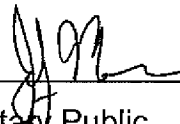
EPRIZE, LLC.

Date: July 6th, 2006

By: Jeffrey S Blackman
Name: Jeffrey S Blackman
Title: CFO

STATE OF MICHIGAN
COUNTY OF OAKLAND

On this 6th day of July, 2006, before me personally came Jeffrey S. Blackman
_____, who, being by me duly sworn, did state as follows: that (s)he is the _____
CEO of ePRIZE, LLC., that (s)he is authorized to execute
the foregoing Security Agreement on behalf of said limited liability company.



Notary Public

my Commission expires
07-18-06

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