

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/30/2008)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):
IPnetwork.com, inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation- State: Delaware
 Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies) Yes
Additional names, addresses, or citizenship attached? No

Name: TL Ventures IV L.P.
Internal Address: The 700 Building
Street Address: 435 Devon Park Drive
City: Wayne
State: Pennsylvania
Country: United States Zip: 19087

Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship _____
 Other Lender Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

3. Nature of conveyance /Execution Date(s):
Execution Date(s) May 17, 2000

Assignment Merger
 Security Agreement Change of Name
 Other Security Interest - see attached sheet

4. Application number(s) or registration number(s) and Identification or description of the Trademark.

A. Trademark Application No.(s)
76/060,537

B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

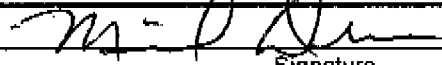
5. Name & address of party to whom correspondence concerning document should be mailed:
Name: Michael L. Dever
Internal Address: Buchanan Ingersoll & Rooney
One Oxford Centre
Street Address: 301 Grant Street, 20th Floor
City: Pittsburgh
State: Pennsylvania Zip: 15219
Phone Number: 412-562-1637
Fax Number: 412-562-1041
Email Address: deverml@bipc.com

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00

Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed

8. Payment Information:
a. Credit Card Last 4 Numbers _____
Expiration Date _____
b. Deposit Account Number 02-4800
Authorized User Name Michael L. Dever

9. Signature:  7/28/06
Signature Date
Michael L. Dever
Name of Person Signing

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

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

Continuation Sheet for Box 2

Conveying Party No. 2

TL Ventures IV Interfund L. P.
The 700 Building
435 Devon Park Drive
Wayne, PA 19087

Continuation Sheet for Box 3

Record to correct wrong application number 76/060,536 on a Security Interest previously recorded August 28, 2000, Reel 002145/Frame 0630-0635.

CERTIFICATION

I hereby certify that the Memorandum of Trademark and Service Mark Security Interest between IPnetwork.com, inc. and TL Ventures IV L.P. and TL Ventures IV Interfund L.P. is a true and exact copy of the original Memorandum of Patent Security Interest.

Aug. 24, 2000
Date

Angelina F. Beyerl
Angelina F. Beyerl
Notary Public

Notarial Seal
Angelina F. Beyerl, Notary Public
Pittsburgh, Allegheny County
My Commission Expires Sept. 24, 2000
Member, Pennsylvania Association of Notaries

MEMORANDUM OF TRADEMARK AND SERVICE MARK SECURITY INTEREST

This Memorandum is dated as of May 17, 2000 between IPnetwork.com, inc., a Delaware corporation (the "Mark Owner"), having a place of business at 420 Lexington Ave., 18th Floor, New York, NY 10170, and TL Ventures IV L.P. ("TLV") as lender under the Convertible Promissory Note dated as of March 21, 2000 as from time to time in effect, between TLV and the Mark Owner and TL Ventures IV Interfund, L.P. ("TLVI" and together with TLV, the "Secured Parties") as lender under the Convertible Promissory Note dated as of March 21, 2000 as from time to time in effect, between the Mark Owner and TLVI. Each of the Secured Parties has a place of business at The 700 Building, 435 Deven Park Drive, Wayne, Pennsylvania, 19087-1990.

1. Pursuant to the Security Agreement dated as of May 17, 2000, as from time to time in effect (the "Security Agreement"), between the Mark Owner and the Secured Parties, the Mark Owner has granted to the Secured Parties a security interest in certain trade marks, service marks and applications therefor listed in Exhibit A attached hereto and made a part hereof, in the name of the Mark Owner, together with the registrations thereof and good will symbolized thereby (collectively, the "Collateral").
2. The Mark Owner is the exclusive owner of all rights in the Collateral, including all rights to prosecute for unconsented use and infringement thereof. The Mark Owner has the capacity to grant to the Secured Parties the security interests granted under the Security Agreement.

The Mark Owner and the Secured Parties have executed this Memorandum effective as of the date first above written.

Mark Owner:

IPNETWORK.COM, INC.

By 

Title:

Secured Parties:

TL VENTURES IV L.P. AND
TL VENTURES IV INTERFUND L.P.

By 

Pamela A. Strisofsky
Controller

On behalf of TL Ventures IV L.P., by its G.P.,
TL Ventures IV Management L.P., by its G.P.,
TL Ventures IV LLC

and

On behalf of TL Ventures IV Interfund L.P., by its
General Partner
TL Ventures IV LLC

EXHIBIT A

<u>App./Reg. No.</u>	<u>App./Reg. Date</u>	<u>Mark</u>
75/756,401	July 21, 1999	IP*NETWORK
75/913,638	February 9, 2000	IP MARKETZONE
75/701,685	May 10, 1999	IP MARKETPLACE
2,284,116	October 5, 1999	LICENSOFT
76/063,129	June 5, 2000	7 th IN CYBER
76/063,128	June 5, 2000	7 th ON CYBER
76/061,314	June 1, 2000	EVENTZONE
76/060,536	May 31, 2000	IP EVENTZONE
<i>mit</i> 76/060,537	May 30, 2000	IP GURU
76/058,911	May 30, 2000	IP GURU
76/059,778	May 31, 2000	IPNETWORK.COM
76/060,541	May 31, 2000	IPNETWORK.COM & Design
76/059,352	May 30, 2000	SPONSORSHIPZONE
76/059,350	May 30, 2000	SPONSORZONE
76/060,689	May 31, 2000	WHERE LICENSING MEETS THE WEB
76/059,351	May 30, 2000	WHERE SPONSORSHIP MEETS THE WEB

<8689/1000/10412.1>