

01-12-2007



FORM PTO-1594  
(Rev. 07/05)  
OMB No. 0651-0027 (exp. 06/30/2008)

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

103361152

TRADEMARK OFFICE

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

1-10-07

**1. Name of conveying party(ies):**  
VirtualCfo, Inc.

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

**2. Name and address of receiving party(ies):**  
Additional name(s) of conveying parties attached?  Yes  No

Name: **Silicon Valley Bank**  
Internal Address: **Loan Doc HF 154/Attn: AMD Central**

Street Address: **3003 Tasman Dr**

City: **Santa Clara**  
State: **CA**  
Country: **USA**  
Zip: **95054**

**3. Nature of conveyance/ Execution Date(s):**  
Execution Date(s): **October 26, 2006**

Assignment  Merger  
 Security Agreement  Change of Name  
 Other

Association Citizenship  
 General Partnership Citizenship  
 Limited Partnership Citizenship  
 Corporation Citizenship  
 Other 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)

**4. Application number(s) or registration number(s) and identification or description of the Trademark:**

A. Trademark Application No.(s)	B. Trademark Registration No.(s)
01/11/2007 DBYRNE 00000037 2976424	2,976,424 2,547,998
01 FC:8521 40.00 OP	2,920,988 2,762,072
02 FC:8522 200.00 OP	2,665,599 2,663,775
	2,898,508 2,779,939
	2,720,239

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

Additional sheets attached?  Yes  No

**5. Name and address of party to whom correspondence concerning document should be mailed:**

Name: **Silicon Valley Bank**  
Internal Address: **Loan Doc HF154/Attn: AMD Central**  
Street Address: **3003 Tasman Dr.**  
City: **Santa Clara** State: **CA** ZIP: **95054**  
Phone Number: **(408) 654-4042**  
Fax Number: **(408) 654-6313**  
Email Address: **ldc@svbank.com**

**6. Total number of applications and registrations involved: 9**

**7. Total fee (37 CFR 2.6 (b)(6) & 3.41): \$240.00**  
 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  
Authorized User Name

**9. Signature:** [Signature] 12/29/06  
Signature Date

LLowe c/o SHubbard  
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: **18**

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

TRADEMARK  
REEL: 003464 FRAME: 0109

**INTELLECTUAL PROPERTY SECURITY AGREEMENT**

This Intellectual Property Security Agreement (this "Agreement") dated as of October 26, 2006 (as defined in the Loan Agreement) is between **SILICON VALLEY BANK** ("Bank") and **VIRTUALCFO, INC.**, a Texas corporation ("Grantor").

RECITALS

A. Bank has made advances to Grantor ("Loans") as described in that certain Loan and Security Agreement dated as of October 26, 2006 (as the same may from time to time be further amended, modified, supplemented or restated, the "Loan Agreement"). Capitalized terms not otherwise defined herein shall the meaning set forth in the Loan Agreement.

B. Borrower has requested that Bank amend the Loan Agreement, and Bank as agreed, subject to, among other things, Grantor's granting to Bank a security interest in Grantor's Copyrights, Trademarks, Patents, and Mask Works and other intellectual property (the "Intellectual Property Collateral").

C. Grantor has granted Bank a security interest in all of its right, title and interest, presently existing or later acquired to all the Collateral.

AGREEMENT

Grantor grants Bank a security interest in all of its right, title and interest in its Intellectual Property Collateral (such as the Copyrights, Patents, Trademarks and Mask Works listed on Schedules A, B, C and D), and all proceeds (such as license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements rights throughout the world and all reissues, divisions, continuations, renewals, extensions and continuations-in-part.

This security interest is granted in conjunction with the security interest granted under the Loan Agreement. Bank's rights and remedies in the security interest are in addition to those in the Loan Agreement and the other Loan Documents, and those available in law or equity. Bank's rights powers and interests are cumulative with every right, power or remedy provided here. Bank's exercise of its rights, powers or remedies in this Agreement, the Loan Agreement or any other Loan Document, does not preclude the simultaneous or later exercise of any or all other right, power or remedy.

**BANK:**

**GRANTOR:**

**SILICON VALLEY BANK**

**VIRTUALCFO, INC.,**  
a Texas corporation

*Chris C. Collier*  
(Signature)

*Allen J. ...*  
(Signature)

*VP President*  
(Title)

*CEO and President*  
(Title)

EXHIBIT A

Copyrights

<u>Description</u>	<u>Registration/Application Number</u>	<u>Registration/Application Date</u>
NONE		

EXHIBIT B

Patents

<u>Description</u>	<u>Registration/Application Number</u>	<u>Registration/Application Date</u>
NONE		

EXHIBIT C

Trademarks

<u>Description</u>	<u>Registration/Application Number</u>	<u>Registration/Application Date</u>
<i>See Attached</i>		

EXHIBIT D

Mask Works

<u>Description</u>	<u>Registration/Application Number</u>	<u>Registration/Application Date</u>
NONE		

# Trademark Status Report by Client

Page: 1

Wednesday, May 24, 2006

Client: 331166 Virtualco, Inc.

Trademark	Status	App Number	App Date	Due Date(s)
STARTUPFCO	Registered	75/926505	24-Feb-2000	SECTION 8 & 15 AFFIDAVITS DUE 26-Jul-2011
Country: United States of America		2976424	26-Jul-2005	SECTION 8 at RENEWAL DUE 26-Jul-2015
Owner: Virtualco, Inc.			Resp.Off PA	Next Renewal 26-Jul-2015

Classes: 035,036

**Goods:** Class 35: Business management and consultation; business appraisal; business networking; operation of a business for others; business management and consultation, namely, providing advice and information regarding creating and building a business; preparation and advice regarding business plans; and supervision of a company's business and/or office operations; operation of a business for others, namely, administration of employee reviews for others; administration of the hiring and termination processes for others; preparation of employee handbooks and development of employee policies and procedures.

**Class 36:** Financial forecasting; financial planning; financial analysis and consulting; financial management; capital investment consultation; loan financing consultation; debt financing consultation; financing services; administration of employee benefit plans; administration of employee pension plans; administration of employee reviews for others; financing services and consultation, namely, assisting entrepreneurs and companies in obtaining financing; assisting entrepreneurs and companies with introductions to financing sources and business partners.

VCFO	Registered	1824770	24-Aug-2000	Next Renewal	24-Aug-
Country: European Community		1824770	12-Apr-2001		
Owner: Virtualco, Inc.			Resp.Off PA		

Classes: 035,036,038

**Goods:** Class 35: Providing business information and reference materials regarding creating and building a business; business management consulting services; temporary and/or part-time administration, management, supervision and/or consultation regarding a company's business and office operations; accounting services; personnel recruitment services; personnel management and administrative services; payroll preparation and administrative services; administration of employee reviews; and termination, severance and outgoing employee services; negotiation and business networking services; providing consulting services to companies relating to the operation of the company's business; developing business plans for companies; customer administrative and operational support; business management assistance and advisory services; efficiency experts.

**Class 36:** Financial and financial management consulting services; financial and investment services in the nature of assisting entrepreneurs and companies in obtaining financing; identifying funding sources; and making introductions; developing financial projections for companies; financial risk and management services; administration and consulting services in the field of employee benefits; and management and preparation of healthcare, retirement and pension plans; consulting services designed to obtain venture capital financing for start-up companies; customer financial support.

**Class 38:** Telecommunication, electronic transmission of information, data and databases via a global computer information network.

# Trademark Status Report by Client

Wednesday, May 24, 2006

Page: 2

Client: 331166 Virtualco, Inc.

Status	App Number	App Date	Due Date(s)
Registered	75/926596	24-Feb-2000	25-Jan-
Registered	79/20988	25-Jan-2005	25-Jan-

VCFO

Country: United States of America

Owner: Virtualco, Inc.

Classes: 035,036

**Goods:** Class 35: Business management and consultation; business appraisal; business networking; operation of a business for others; business management and consultation, namely, providing advice and information regarding creating and building a business; preparation and advise regarding business plans; and supervision of a company's business and/or office operations; operation of a business for others, namely, administration of employee reviews for others; administration of the hiring and termination processes for others; preparation of employee handbooks and development of employee policies and procedures.

Class 36: Financial forecasting; financial planning; financial analysis and consulting; financial management; capital investment consultation; loan financing consultation; debt financing consultation; financing services; administration of employee benefit plans; administration of employee pension plans; administration of employee reviews for others; administration of the employment process for others; preparation of employee handbooks; development of employee policies and procedures; financing services and consultation, namely, assisting entrepreneurs and companies in obtaining financing; assisting entrepreneurs and companies with introductions to financing sources and business partners.

VCFO

Country: United States of America

Owner: Virtualco, Inc.

Classes: 035,042

**Goods:** Class 35: Business marketing consulting services; marketing for businesses; market analysis for others; marketing plan preparation for others; and public relations services.

Class 42: Computer consultation and computer software consultation, namely, computer system software requirements analysis; software systems requirements analysis; evaluation and selection of computer systems; evaluation and selection of software systems; implementation of software systems and computer hardware systems for others.

Registered	App Number	App Date	Due Date(s)
76/249369	01-May-2001	24-Dec-2002	24-Dec-
2665599	24-Dec-2002	Resp.Off PA	SECTION 8 & 15 AFFIDAVITS DUE
			SECTION 8 at RENEWAL DUE
			Next Renewal



Trademark Status Report by Client

Wednesday, May 24, 2006

Page: 3

Client: 331166 Virtualco, Inc.

Trademark	Status	App Number	App Date	Next Action(s)	Due Date(s)
VCFQ YOUR VIRTUAL TEAM	Registered	11668921	30-Mar-2001	Next Renewal	30-Mar-
		60255	30-Mar-2001	Next Renewal	30-Mar-

Country: Texas  
 Owner: Virtualco, Inc.

Classes: 035

Goods: Class 35: Business management and consultation; business appraisal; business networking; operation of a business for others; business consultation, namely, training of employees; business consultation, namely, providing advise and information regarding creating and building a business; business consultation, namely, preparation and advise regarding business plans; administration and/or supervision of a company's business and/or office operations; marketing services; market analysis; competitor analysis; project management; sales presentations; marketing plan preparation, public relations training; development of employee job descriptions.

VCFO YOUR VIRTUAL TEAM	Registered	11668922	10-Jan-2001	Next Renewal	30-Mar-
		60256	30-Mar-2001		

Country: Texas

Owner: Virtualco, Inc.

Classes: 036

Goods: Class 36: Financial forecasting; financial planning; financial analysis and consulting; financial management; capital investment consultation; loan financing consultation; debt financing consultation; financing services; administration of employee benefit plans; administration of employee pension plans; administration of employee reviews for others; administration of the employment process for others; preparation of employee handbooks; development of employee policies and procedures; accounting services; assisting entrepreneurs and companies in obtaining financing; assisting entrepreneurs and companies with introductions to financing sources and business partners; negotiating business agreements and financing terms for others; structuring of employee and management compensation packages.

VCFQ YOUR VIRTUAL TEAM	Registered	60006	10-Jan-2001	Next Renewal	10-Jan-
			Resp.Off PA		

Country: Texas

Owner: Virtualco, Inc.

Classes: 042

Goods: Class 42: Computer system software requirements analysis; software systems requirements analysis; evaluation and selection of computer systems; evaluation and selection of software systems; implementation of software and/or computer hardware systems.

# Trademark Status Report by Client

Wednesday, May 24, 2006

Page: 4

Client: 331166 Virtualcfo, Inc.

Trademark	Status	Client Ref Number	App Number Reg Number	App Date Reg Date	Next Action(s)	Due Date(s)
VCFRO YOUR VIRTUAL TEAM	Registered		76/192298 2898508	10-Jan-2001 02-Nov-2004	SECTION 8 & 15 AFFIDAVITS DUE SECTION 8 at RENEWAL DUE Next Renewal	02-Nov- 02-Nov- 02-Nov-

Classes: 035,036,042

**Goods:** Class 35: Business management and consultation; business appraisal; business networking; operation of a business for others, namely, technology companies; accounting services; business consultation, namely providing advice and information regarding creating and building a business; business consultation, namely preparation and advice regarding business plans, administration and/or supervision of a company's business and/or office operations; business marketing consulting services featuring market analysis, competitor analysis and project management; preparing audio-visual presentations for use in advertising; business planning services, namely, assisting companies in developing employee job descriptions, preparing employee handbooks and developing employee policies and procedures.

Class 36: Financial forecasting; financial planning; financial analysis and consulting; financial management; capital investment consultation; loan financing consultation; debt financing consultation; financing services; administration of employee benefit plans; administration of employee pension plans; financing services, namely, negotiating financing terms for others and assisting entrepreneurs and companies in obtaining financing and in obtaining business partners.

Class 42: Consulting services in the field of design, selection, implementation and use of computer hardware and software systems for others.

VIRTUALCFO Registered 58690 18-May-1999 Next Renewal 18-May-2009

Country: Texas  
Owner: Virtualcfo, Inc. Resp.Off PA

Classes: 036

Goods: Class 36: Financial risk and management services.

VIRTUALCFO Registered 58697 18-May-1999 Next Renewal 18-May-2009

Country: Texas  
Owner: Virtualcfo, Inc. Resp.Off PA

Classes: 042

Goods: Class 42: Negotiation and business networking services.

Trademark Status Report by Client

Wednesday, May 24, 2006

Page: 5

Client: 331166 Virtualcfo, Inc.

Trademark	Status	Client Ref Number	App Number Reg Number	App Date Reg Date	Next Action(s)	Due Date(s)
VIRTUALCFO	Inactive		75/556211	21-Sep-1998		
Country: United States of America						
Owner: Virtualcfo, Inc.						

Classes: 035  
Goods: Class 35: Business consulting services.

VIRTUALCFO	Registered		75/675731 2720239	04-May-1999 03-Jun-2003	SECTION 8 & 15 AFFIDAVITS DUE	03-Jun-
Country: United States of America						
Owner: Virtualcfo, Inc.						

Classes: 036,042  
Goods: Class 36: Financial and risk management services.

Class 42: Negotiations and business networking services.

VIRTUALCFO (Accounting)	Registered		58689	18-May-1999	Next Renewal	18-May-2009
Country: Texas						
Owner: Virtualcfo, Inc.						

Classes: 035  
Goods: Class 35: Accounting services.

VIRTUALCFO (Consulting)	Registered		58480	08-Mar-1999	Next Renewal	08-Mar-
Country: Texas						
Owner: Virtualcfo, Inc.						

Classes: 035  
Goods: Class 35: Business consulting services.

**Trademark Status Report by Client**

Wednesday, May 24, 2006

Page: 7

Client: 331166 Virtualfo, Inc.

Trademark	Status	App Number	App Date	Next Action(s)	Due Date(s)
VIRTUALROLLOUT	Registered	59212	02-Dec-1999	Next Renewal	02-Dec-
<i>Country:</i> Texas			Resp,Off PA		
<i>Owner:</i> Virtualfo, Inc.					

**Classes: 35**

**Goods:** Class 35: Providing advice, business information and reference materials regarding creating and building a business; financial and business management consulting services; temporary and/or part-time administration, management, supervision and/or consultation regarding a company's business and office operations; accounting services; personal recruitment services; personal management and administrative services; payroll preparation and administrative services; administration of employee reviews; and termination, severance and outgoing employee services.

VIRTUALROLLOUT	Registered	59210	02-Dec-1999	Next Renewal	02-Dec-
<i>Country:</i> Texas			Resp,Off PA		
<i>Owner:</i> Virtualfo, Inc.					

**Classes: 36**

**Goods:** Class 36: Financial and investment services in the nature of assisting entrepreneurs and companies in obtaining financing, identifying funding sources, and making introductions; developing business plans and financial projections for companies; financial risk and management services; administration and consulting services in the field of employee benefits; and management and preparation of healthcare, retirement and pension plans

VIRTUALROLLOUT	Registered	59211	02-Dec-1999	Next Renewal	02-Dec-
<i>Country:</i> Texas			Resp,Off PA		
<i>Owner:</i> Virtualfo, Inc.					

**Classes: 42**

**Goods:** Class 42: Negotiation and business networking services; providing consulting services to companies relating to the operation of the company's business; consulting services designed to obtain venture capital financing for start-up companies

# Trademark Status Report by Client

Page: 6

Wednesday, May 24, 2006

Client: 331166 Virtualco, Inc.

Trademark	Status	App Number	App Date	Next Action(s)	Due Date(s)
VIRTUALHR	Registered	59270	07-Jan-2000 Resp. Off PA	Next Renewal	07-Jan-

Classes: 035  
Goods: Class 35: Administration and consulting services in the field of employee benefits and health care, retirement and pension

VIRTUALHR	Registered	75/804294 2547998	20-Sep-1999 12-Mar-2002 Resp. Off PA	SECTION 8 & 15 AFFIDAVITS DUE SECTION 8 at RENEWAL DUE Next Renewal	12-Mar- 12-Mar- 12-Mar-
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Classes: 035, 036  
Goods: Class 35: Personnel recruitment services; personnel management and administrative services; payroll preparation and administrative services; administrative services; administration of employee reviews; and termination, severance and ongoing employee services.

Class 36: Administration and consulting services in the field of employee benefits and health care, retirement and pension

VIRTUALOFFICEMANAGER	Registered	59220	08-Dec-1999 08-Dec-1999 Resp. Off PA	Next Renewal	08-Dec-
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Classes: 035  
Goods: Class 35: Temporary and/or part-time administration, management, supervision and/or consultation regarding a company's business and office operations.

VIRTUALOFFICEMANAGER	Registered	75/804658 2762072	21-Sep-1999 09-Sep-2003 Resp. Off PA	SECTION 8 & 15 AFFIDAVITS DUE SECTION 8 at RENEWAL DUE Next Renewal	09-Sep- 09-Sep- 09-Sep-
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Classes: 035  
Goods: Class 35: Business management, consultation and supervision in the field of office operations administration.

Trademark Status Report by Client

Page: 8

Wednesday, May 24, 2006

Client: 331166

Virtualco, Inc.

Trademark	Status	Client Ref Number	App Number Reg Number	App Date Reg Date	Next Action(s)	Due Date(s)
VIRTUALROLL-OUT	Registered		75/862975 2663775	02-Dec-1999 17-Dec-2003	SECTION 8 & 15 AFFIDAVITS DUE SECTION 8 at RENEWAL DUE Next Renewal	17-Dec- 17-Dec- 17-Dec-

Classes: 035,036,042

Goods: Class 35: Business management and consultation; business appraisal; business networking; operation of a business for others.

Class 36: Financial forecasting; financial planning; financial analysis and consulting; financial management; capital investment consultation; loan financing consultation; financing services; administration of employee benefit plans; administration of employee pension plans.

Class 42: Negotiation and business networking services; providing consulting services to companies relating to the operation

Int. Cl.: 36

Prior U.S. Cls.: 100, 101, and 102

United States Patent and Trademark Office

Reg. No. 2,779,939  
Registered Nov. 4, 2003

**SERVICE MARK  
PRINCIPAL REGISTER**

**VIRTUALPRIVATEWEALTH**

VIRTUALCFO, INC. (TEXAS CORPORATION)  
3409 EXECUTIVE CENTER DRIVE  
SUITE 104  
AUSTIN, TX 78731

FOR: PROVIDING CONSULTING SERVICES TO  
INDIVIDUALS RELATING TO MANAGEMENT OF  
PERSONAL ASSETS; PROVIDING INFORMATION  
IN THE FIELD OF ASSET MANAGEMENT BY  
MEANS OF LINKING THE WEB SITE TO OTHER

WEB SITES FEATURING INFORMATION IN  
FIELDS OF SECURITIES, REAL PROPERTY AND  
OTHER ASSETS, IN CLASS 36 (U.S. CLS. 100, 101  
AND 102).

FIRST USE 8-1-2000; IN COMMERCE 8-1-2000.

SN 76-103,176, FILED 8-3-2000.

MITCHELL FRONT, EXAMINING ATTORNEY

# The United States of America



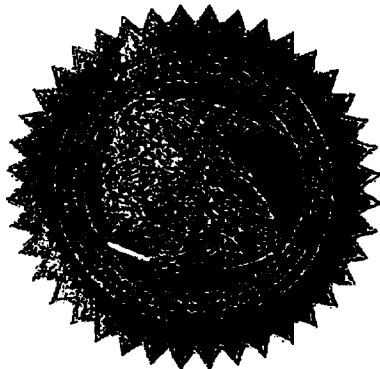
## CERTIFICATE OF REGISTRATION PRINCIPAL REGISTER

*The Mark shown in this certificate has been registered in the United States Patent and Trademark Office to the named registrant.*

*The records of the United States Patent and Trademark Office show that an application for registration of the Mark shown in this Certificate was filed in the Office; that the application was examined and determined to be in compliance with the requirements of the law and with the regulations prescribed by the Director of the United States Patent and Trademark Office; and that the Applicant is entitled to registration of the Mark under the Trademark Act of 1946, as Amended.*

*A copy of the Mark and pertinent data from the application are part of this certificate.*

*This registration shall remain in force for TEN (10) years, unless terminated earlier as provided by law, and subject to compliance with the provisions of Section 8 of the Trademark Act of 1946, as Amended.*



A handwritten signature in cursive script, appearing to read "James Profane".

Director of the United States Patent and Trademark Office