OMB Collection 0651-0027 (exp. 6/30/2		radomark ∩ffice
	nited States Patent and To	ademark Office
(		
To the Director of the U. S. Patent and 1035	139/U	s(es) below.
I. Name of conveying party(ies): NEWRIVER, INC.	2. Name and address of receiving party(ies Additional names, addresses, or citizenship attached	Yes
☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership ☐ Corporation- State: Massachusetts ☐ Other ☐ Citizenship (see guidelines) ☐ Additional names of conveying parties attached? ☐ Yes ☐ No.  3. Nature of conveyance )/Execution Date(s): Execution Date(s) June 26, 2008 ☐ Assignment ☐ Merger ☐ Security Agreement ☐ Change of Name ☐ Other ☐	Name: Compass Horizon Funding Company LLC Internal Address: Horizon Technology Funding Compan Street Address: 76 Batterson Park Road City: Farmington State: Connecticut Country: USA Zip: 0603:  General Partnership Citizenship Limited Partnership Citizenship Corporation Citizenship Other LLC Citizenship Delaware If assignee is not domiciled in the United States, a crepresentative designation is attached: Yes (Designations must be a separate document from	oy V LLC
4. Application number(s) or registration number(s) an A. Trademark Application No.(s)		ark.
77/276610	2572922 2809386 Additional sheet(s) attached?	
C. Identification or Description of Trademark(s) (and Filing  5. Name & address of party to whom correspondence concerning document should be mailed:	Additional sheet(s) attached? Y Y Date if Application or Registration Number is un	es 📝 No
C. Identification or Description of Trademark(s) (and Filing  5. Name & address of party to whom correspondence concerning document should be mailed:  Name: John C. Bombara	Additional sheet(s) attached? Yes Date if Application or Registration Number is used.  6. Total number of applications and registrations involved:	es 📝 No nknown):
C. Identification or Description of Trademark(s) (and Filing  5. Name & address of party to whom correspondence concerning document should be mailed:  Name: John C. Bombara  Internal Address: Horizon Technology Funding Company LLC	Additional sheet(s) attached? Yes Date if Application or Registration Number is used.  6. Total number of applications and registrations involved:	es 📝 Nonknown):
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C. Identification or Description of Trademark(s) (and Filing  5. Name & address of party to whom correspondence concerning document should be mailed: Name: John C. Bombara Internal Address: Horizon Technology Funding Company LLC  Street Address: 76 Battarson Park Road  City: Farmington  State: Connecticut  Phone Number: 860-676-8657  Fax Number: 860-676-8655	Additional sheet(s) attached? Y  g Date if Application or Registration Number is un  6. Total number of applications and registrations involved:  7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 24  Authorized to be charged by credit car Authorized to be charged to deposit act I Enclosed  8. Payment Information:  a. Credit Card Last 4 Numbers Expiration Date	es Nonknown):  9 0.00 d ccount
C. Identification or Description of Trademark(s) (and Filing  5. Name & address of party to whom correspondence concerning document should be mailed:  Name: John C. Bombara Internal Address: Horizon Technology Funding Company LLC  Street Address: 76 Batterson Park Road  City: Farmington  State: Connecticut  Phone Number: 860-676-8657  Fax Number: 860-676-8655  Email Address: jay@horizontechfinance.com	Additional sheet(s) attached? Y  Date if Application or Registration Number is un  6. Total number of applications and registrations involved:  7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$24  Authorized to be charged by credit car Authorized to be charged to deposit act Included Section 1.  8. Payment Information:  a. Credit Card Last 4 Numbers Expiration Date  b. Deposit Account Number  Authorized User Name	es 📝 Nonknown):  9 0.00 d ccount
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Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

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#### GRANT OF SECURITY INTEREST TRADEMARKS

THIS GRANT OF SECURITY INTEREST, dated as of June 26, 2008, is executed by NEWRIVER, INC., a Massachusetts corporation with an address of 200 Brickstone Square, 5<sup>th</sup> Floor, Andover, MA 01810 ("Debtor"), in favor of COMPASS HORIZON FUNDING COMPANY LLC, a Delaware limited liability company, and HORIZON TECHNOLOGY FUNDING COMPANY V LLC, a Delaware limited liability company, each with an address of 76 Batterson Park Road, Farmington, Connecticut 06032 ("Secured Party").

- Pursuant to a certain Venture Loan and Security Agreement, dated as of the date A. hereof (the "Agreement") by and between Debtor and the Secured Party, the Secured Party has agreed to extend certain credit facilities to Debtor upon the terms and subject to the conditions set forth therein;
- B. Debtor owns the registered trademarks, service marks (and applications and registrations therefor), of the United States, more particularly described on Schedules 1-A and 1-B annexed hereto as part hereof (collectively, the "Trademarks");
- C. Pursuant to the Agreement, Debtor has granted to Secured Party a security interest in all right, title and interest of Debtor in and to the Trademarks, together with associated goodwill, and all proceeds thereof, including any and all causes of action which may exist by reason of infringement thereof for the full term of the Trademarks (the "Collateral"), to secure the prompt payment, performance and observance of the Obligations (as defined in the Agreement);

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Debtor does hereby further grant to Secured Party a security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations.

Debtor does hereby further acknowledge and affirm that the rights and remedies of Secured Party with respect to the security interest in the Collateral granted hereby are more fully set forth in the Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, Debtor has caused this instrument to be executed as of the day and year first written above.

NEWRIVER, INC.

By: MilName: Christophic Michigan
Title: (Fi)

US1DOCS 6717193v2 US1DOCS 6722025v1

> TRADEMARK REEL: 003818 FRAME: 0149

# SCHEDULE 1-A TO GRANT OF SECURITY INTEREST

## **TRADEMARKS**

Trademark	Owner	Registration Number	Registration Date
CONSENT EXPRESS	NewRiver, Inc.	2572921	05/28/02
FUNDPOINT	NewRiver, Inc.	3116594	07/18/06
INTELLIGENT DELIVERY SERVICES	NewRiver, Inc.	3135291	08/29/06
N (stylized)	NewRiver, Inc.	2391007	10/03/00
N (stylized) NEWRIVER	NewRiver, Inc.	3006783	10/18/05
NEWRIVER	NewRiver, Inc.	2996238	09/20/05
PROSPECTUS EXPRESS	NewRiver, Inc.	2572922	05/28/02
WEALTHSENSE	NewRiver, Inc.	2809386	01/27/04

#### SCHEDULE 1-B TO GRANT OF SECURITY INTEREST

## TRADEMARK APPLICATIONS

Trademark Application	Owner	<b>Application Number</b>	<b>Application Date</b>
OPTIMI\$ER	NewRiver, Inc.	77/276610	09/11/2007

USIDOCS 6717193v2 USIDOCS 6722025v1

TRADEMARK
REEL: 003818 FRAME: 0150

RECORDED: 07/14/2008 REEL: 00381