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Form PTO-1594 (Rev. 12-08)
OMB Collection 0651-0027 (exp. 01/31/2009)

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached document.

1. Name of conveying party(ies):

STARCITE, INC.

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

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance)/Execution Date(s) :

Execution Date(s) February 3, 2009

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: COMPASS HORIZON FUNDING COMPANY LLC

Internal Address: _____

Street Address: 76 Batterson Park Road

City: Farmington

State: Connecticut

Country: USA Zip: 06032

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other LLC

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)
None

B. Trademark Registration No.(s)
See attached

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: Horizon Technology Finance Management LLC

Internal Address: _____

Street Address: 76 Batterson Park Road

City: Farmington

State: Connecticut Zip: 06032

Phone Number: 860-676-8657

Fax Number: 860-676-8655

Email Address: jay@horizontechfinance.com

6. Total number of applications and registrations involved:

18

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$465.00

- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

Deposit Account Number _____

Authorized User Name _____

9. Signature:

Signature

John C. Bombara

Name of Person Signing

February 5, 2009
Date

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

02/20/2009 DBYRNE 00000049 2610852

01 FC:8521
02 FC:8522

40.00 UP
425.00 UP

SCHEDULE 1-A TO GRANT OF SECURITY INTEREST

TRADEMARKS

Trademark	Owner	Registration Number	Registration Date
ATTENDEE RELATIONSHIP MANAGEMENT	StarCite, Inc.	2,610,852	08/20/2002
B-THERE.COM	StarCite, Inc.	2,543,311	02/26/2002
FACILITIES SALES SOLUTION	StarCite, Inc.	2,788,792	12/02/2003
FSS	StarCite, Inc.	2,791,227	12/09/2003
INTEGRATED MEETINGS PLATFORM	StarCite, Inc.	2,982,292	08/02/2005
MEETINGVIEW	StarCite, Inc.	78/574390	02/24/2005
MPOINT	StarCite, Inc.	2,514,949	12/04/2001
MEETING MANAGEMENT SOLUTIONS	StarCite, Inc.	2,810,477	02/03/2004
MMS	StarCite, Inc.	2,750,441	08/12/2003
MMS MEETING MANAGEMENT SOLUTIONS (AND DESIGN)	StarCite, Inc.	2,651,993	11/19/2002
ON DEMAND GLOBAL MEETING SOLUTIONS	StarCite, Inc.	3,410,502	04/08/2008
QREG	StarCite, Inc.	2,906,487	11/30/2004
RAPIDRFP	StarCite, Inc.	2,694,257	03/04/2003
REGWEB	StarCite, Inc.	2,888,248	09/28/2004
REGWEB and Design	Starcite, Inc.	2,816,220	02/24/2004

Trademark	Owner	Registration Number	Registration Date
SEEUTHERE	StarCite, Inc.	2,563,761	04/23/2002
STARCITE	Starcite, Inc.	2,655,285	12/03/2002
STARCITE and Design	Starcite, Inc.	3,273,694	08/07/2007

SCHEDULE 1-B TO GRANT OF SECURITY INTEREST

TRADEMARK APPLICATIONS

Trademark Application	Owner	Application Number	Application Date
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N/A

GRANT OF SECURITY INTEREST
TRADEMARKS

THIS GRANT OF SECURITY INTEREST, dated as of February 3, 2009, is executed by STARCITE, INC., a Delaware corporation with an address of 1650 Arch Street, 18th Floor, Philadelphia, Pennsylvania 19103 ("Debtor"), in favor of COMPASS HORIZON FUNDING COMPANY LLC, a Delaware limited liability company with an address of 76 Batterson Park Road, Farmington, Connecticut 06032 ("Secured Party").

A. Pursuant to a certain Venture Loan and Security Agreement, dated as of the date hereof (the "Agreement") by and between Debtor and Secured Party, 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.

STARCITE, INC.

By: 
Name: Richard J. Fagan
Title: Chief Financial Officer

DBI:62366297.3