

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
WP Equity Partners, Inc.		07/31/2009	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Tradecard, Inc.
Street Address:	75 Maiden Lane
City:	New York
State/Country:	NEW YORK
Postal Code:	10038
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 10**

Property Type	Number	Word Mark
Registration Number:	2240975	TRADECARD
Registration Number:	2219289	TRADECARD
Registration Number:	2214998	TRADECARD
Registration Number:	2698147	TRADECARD
Registration Number:	2606430	TRADECARD
Registration Number:	2616330	TRADECARD
Registration Number:	2565874	TRADECARD
Registration Number:	2632394	TRADECARD
Serial Number:	76298816	JUST-IN-TIME WORKING CAPITAL MANAGEMENT
Serial Number:	76296812	JUST-IN-TIME WORKING CAPITAL MANAGEMENT

**CORRESPONDENCE DATA**

Fax Number: (212)728-8111  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 2127288000

CH \$265.00 2240975

Email: ipdept@willkie.com  
Correspondent Name: Dorota N. Clegg  
Address Line 1: 787 Seventh Avenue  
Address Line 2: Willkie Farr & Gallagher LLP  
Address Line 4: New York, NEW YORK 10019

ATTORNEY DOCKET NUMBER:	113342.00017
NAME OF SUBMITTER:	Dorota N. Clegg
Signature:	/dorotanclegg/
Date:	08/05/2009

**Total Attachments: 17**

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**RELEASE OF SECURITY AGREEMENT IN  
INTELLECTUAL PROPERTY**

This RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY is granted and conveyed as of July 31<sup>st</sup>, 2009, by WP EQUITY PARTNERS, INC. (including any successor, participant, assignee or transferee thereof), a Delaware corporation, as Lender ("Lender"), in favor of TRADECARD, INC. (including any successor in interest or permitted assignee thereof, "Grantor"), a Delaware corporation, who are parties to that certain Intellectual Property Security Agreement dated as of October 8, 2004 (together with any amendments, the "IP Security Agreement").

**WITNESSETH**

WHEREAS, Grantor has granted a security interest in certain of its Intellectual Property Collateral (as defined in the IP Security Agreement) pursuant to the IP Security Agreement, for the benefit of the Lender (the "Grant of Security Interest");

WHEREAS, the Grant of Security Interest was recorded on behalf of the Lender (1) in the United States Patent and Trademark Office ("PTO") on October 26, 2004 at Reel/Frame No. 2963/0400 to evidence the security interest in Trademarks (as defined in the IP Security Agreement), and on October 8, 2004 at Reel/Frame 015232/0319 to evidence the security interest in Patents (as defined in the IP Security Agreement), and (2) in the United States Copyright Office ("Copyright Office") on October 13, 2004 at Microfilm V003516 P168 to evidence the security interest in Copyrights (as defined in the IP Security Agreement);

WHEREAS, Grantor has requested that the Lender: (a) terminate and release the liens and interests of the Lender in the Collateral; and (b) execute and deliver evidence of such termination and release for filing in the PTO and the Copyright Office;

WHEREAS, the Lender has agreed to such release and termination, as Grantor has fulfilled all payment and performance obligations under the IP Security Agreement.

NOW, THEREFORE, in consideration of the foregoing premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Lender hereby acknowledges and agrees as follows:

1. Acknowledgment of Termination of Grant of Security Interest in Trademarks. All rights and security interest in the Trademarks, including but not limited to each of the trademarks set forth in Schedule I, attached hereto and incorporated herein by reference, which were granted under the Grant of Security Interest recorded at the PTO on October 26, 2004 at Reel/Frame No. 2963/0400, are hereby terminated and released and are no longer in force.


2. Acknowledgment of Termination of Grant of Security Interest in Patents. All rights and security interest in the Patents, including but not limited to each of the Patents set forth in Schedule II, attached hereto and incorporated herein by reference, which were granted under the Grant of Security Interest recorded at the PTO on October 8, 2004 at Reel/Frame 015232/0319, are hereby terminated and released and are no longer in force.

3. Acknowledgment of Termination of Grant of Security Interest in Copyrights. All rights and security interest in the Copyrights, including but not limited to the Copyrights set forth in Schedule III, attached hereto and incorporated herein by reference, which were granted under the Grant of Security Interest and recorded at the Copyright Office on October 13, 2004 at Microfilm V003516 P168, are hereby terminated and released and are no longer in force.

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IN WITNESS WHEREOF, the Lender has caused this Release to be duly executed and delivered by its duly authorized officer as of the date first written above.

WP Equity Partners, Inc.

By: 

Name: Alex Berzofsky

Title: PARTNER

STATE OF \_\_\_\_\_ )  
  ) ss:  
COUNTY OF \_\_\_\_\_ )

On this \_\_\_\_\_ day of July, 2009, before me personally came \_\_\_\_\_, to me known, who, being by me duly sworn, did depose and say (s)he resides at \_\_\_\_\_ and that (s)he is \_\_\_\_\_ of WP Equity Partners, Inc., the Delaware corporation described in and which executed the above instrument.

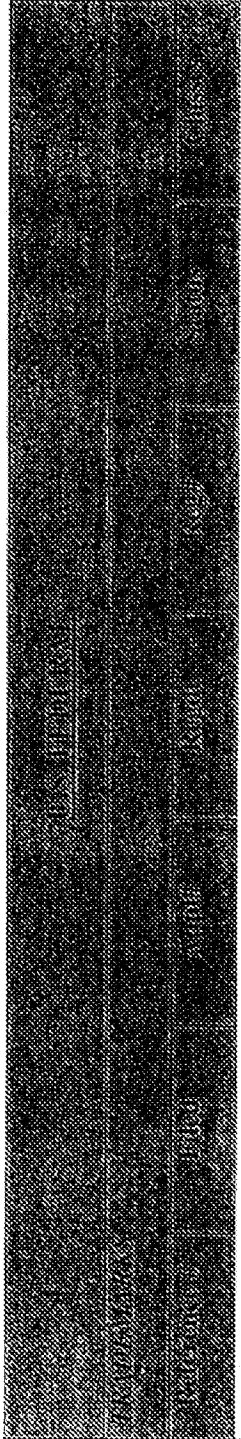
\_\_\_\_\_  
Notary Public

[Notarial Seal]

**TRADEMARKS**

All trademarks listed below are owned by **TRADECARD, INC.**

**'Pending'** status indicates applications that are in process and not yet registered.

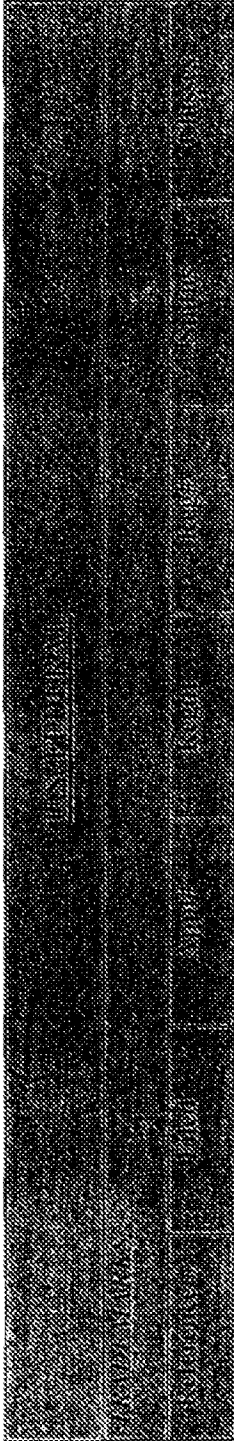


**TRADECARD**

4535-3US7	06/19/1996	75/121,889	04/20/1999	2,240,975	Registered	36
4535-3US8	06/12/1996	75/117,764	01/19/1999	2,219,289	Registered	35
4535-3US2	06/12/1996	75/117,795	12/29/1998	2,214,998	Registered	9

**TRADECARD AND DESIGN**

4535-3US1	01/04/2000	75/887,068	03/18/2003	2,698,147	Registered	39
4535-03US	07/04/2000	75/887,057	08/13/2002	2,606,430	Registered	36
4535-3US4	01/04/2000	75/887,069	09/10/2002	2,616,330	Registered	35
4535-3US5	01/04/2000	75/886,945	04/30/2002	2,565,874	Registered	36
4535-3US6	01/04/2000	75/887,055	10/08/2002	2,632,394	Registered	42



**JUST-IN-TIME WORKING CAPITAL MANAGEMENT**

4535-20US1	08/10/2001	76/298,816	---	---	Pending	36
4535-20	08/08/2001	76/296,812	---	---	Suspended	35

**SCHEDULE I**  
**Date: September 29, 2004**

FOREIGN									
TRADEMARKS									
Country	Reference	Date	Applicant	Reg. No.	Reg. Date	Reg. No.	Status	Class	
TRADECARD									
Bahrain	4535-0302BH	07/28/1997	123997	2,414	01/23/1999	2,414	Registered	36	
Bahrain	4535-0301BH	09/27/1997	153197	2,450	03/16/1999	2,450	Registered	35	
Benelux	4535-0301BX	12/04/1996	883,700	607,617	12/04/1996	607,617	Registered	35	
Benelux	4535-0302BX	12/04/1996	883,701	611,307	12/94/1996	611,307	Registered	36	
Canada	4535-0301CA	12/03/1996	830,619	537,624	11/23/2000	537,624	Registered	35, 36	
Chile	4535-0301CL	08/18/1998	424391	--	--	--	Abandoned	35	
Chile	4535-0302CL	08/18/1998	424392	--	--	--	Abandoned	36	
China	4535-0301CN	12/11/1996	960136679	--	--	--	Abandoned	36	
China	4535-0302CN	12/11/1996	960136678	1,475,901	11/14/2000	1,475,901	Registered	35	
European Union	4535-0301EU	12/12/1996	000438572	438,572	07/04/2004	438,572	Registered	36	



**SCHEDULE I**  
Date: September 29, 2004

FOREIGN									
TRADEMARKS									
Country	Reference No.	Class	App. No.	Reg. No.	Reg. Date	Reg. Term	Reg. Status	Reg. No.	Reg. Term
<b>TRADECARD</b>									
European Union	4535-0302EU		000438499	438,499	03/28/2001		Registered		35
France	4535-0301FR		96/653564	96,653,564	05/23/1997		Registered		36, 38, 42
Italy	4535-0301IT		RM96C005537	759,901	09/03/1998		Registered		35
Japan	4535-0302JP		8-136629	4,418,148	09/22/2000		Registered		36
Japan	4535-0301JP		8-136628	4,790,158	07/30/2004		Registered		35
Kuwait	4535-0301KW		41186	37,665	09/27/1998		Registered		35, 36
Kuwait	4535-0302KW		41187	37,664	09/27/1998		Registered		36
Panama	4535-03PAA		084647	084,647	12/12/1996		Registered		35
Panama	T00545PA0D		084646	084,646	12/12/1996		Registered		36
Qatar	4535-03QAA1		16041	16,041	12/11/1996		Registered		35

FOREIGN									
TRADEMARKS									
Country	Reference #	Filed	App'd	Resol	Reg'd	Status	Class		
<b>TRADECARD</b>									
Qatar	4535-03QAA	12/11/1996	16242	12/11/1996	16,242	Registered	36		
Singapore	4535-03SGG1	06/12/1996	S/13252/96	06/12/1996	S/13252/96	Registered	35		
Singapore	4535-03SGG	06/19/1996	S/13253/96	06/19/1996	S/13253/96	Registered	36		
South Korea	4535-0302KR	03/12/1997	97-3319	---	---	Abandoned	36		
South Korea	4535-0301KR	03/12/1997	97-3320	12/01/1999	40-58119	Registered	35		
Spain	4535-03ESI	12/12/1996	2063133	06/24/1998	2,063,133	Registered	35		
Spain	4535-03ESI	12/12/1996	2,063,134	12/12/1996	2,063,134	Registered	36		
<b>TRADECARD AND DESIGN</b>									
Australia	4535-0302AU	12/12/1996	723912	02/26/1999	723912	Registered	36		
Australia	4535-0301AU	12/12/1996	723913	08/18/1999	723913	Registered	35		
Brazil	4535-3BR1	01/29/2002	824341370			Pending	36		
Brazil	4535-3BR2	01/29/2002	82341562			Pending	35		
Germany	4535-0301DE	12/16/1996	39654601.3	09/02/1997	39654601	Registered	35		

HONG KONG									
TRADEMARKS									
Country	Reference	Class	Priority	Registration	Effective	Registration	Registration	Registration	Classes
<b>TRADECARD AND DESIGN</b>									
Germany	4535-0302DE		12/16/1996	39654602.1	01/28/1997	39654602	Registered	36	
Hong Kong	4535-0302HK		01/15/1997	97/00528	01/15/1997	B00881/2001	Registered	36	
Hong Kong	4535-0301HK		01/15/1997	97/00529	01/15/1997	B00882/2001	Registered	35	
Italy	4535-0302IT		12/11/1996	RM96C005538	09/03/1998	759,902	Registered	36	
Malaysia	4535-0302MY		12/01/1997	97/18217			Pending	36	
Malaysia	4535-0301MY		12/01/1997	97/18216			Pending		
Mexico	4535-03MX1		06/30/2000	433832	06/30/2000	673,562	Registered	35	
Mexico	4535-3MX2		06/30/2000	433833	06/30/2000	674,862	Registered	36	
Switzerland	4535-03CHT		12/13/1996	09208/1996	06/16/1997	441,464	Registered	36	
Switzerland	T0D678CH00		12/13/1996	09207/1996	06/30/1997	442,129	Registered	35, 42	
Taiwan	4535-03TWW		12/21/1996	(85)65223	11/16/1999	117,823	Registered	36	
Taiwan	T00696TW00		12/21/1996	(85)65222	01/01/1999	106,013	Registered	35	
Thailand	4535-03TH3		03/01/2002	481727	---	---	Abandoned	35	

<b>FOREIGN</b>									
<b>TRADEMARKS</b>									
Country	Registration No.	Filed	Appr.	Reaff.	Reff.	Status	Class.		
Thailand	4535-03TH4	03/01/2002	481728	---	---	Abandoned	36		
United Kingdom	4535-03GBI	12/12/1996	2118504	10/23/1998	2118504	Registered	35		
United Kingdom	4535-3GB1	12/12/1996	2118502	10/23/1998	2118502	Registered	36		
<b>JUST-IN-TIME WORKING CAPITAL MANAGEMENT</b>									
France	4535-03	02/05/2002	02 3145726	04/30/2004	02 3145726	Registered	36		
Italy	4535-03	02/06/2002	5,792,002			Pending	35		
United Kingdom	4535-03	02/04/2002	---	11/14/2003	2,291,721	Registered	35, 36		

**SCHEDULE II**

**To**

**INTELLECTUAL PROPERTY SECURITY AGREEMENT**

**I. PATENT REGISTRATIONS.**

<u>Patent</u>	<u>Reg. No.</u>	<u>Date</u>
<u>See attached.</u>		

**II. PATENT APPLICATIONS.**

<u>Patent Application No.</u>	<u>Reg. No.</u>	<u>Date</u>
<u>See attached.</u>		

**III. PATENT LICENSES.**

<u>Name of Agreement</u>	<u>Date of Agreement</u>	<u>Parties</u>
<u>None.</u>		

PATENTS			
Reference Number	Date	Amount	Class
<b>TRADE SYSTEM</b>			
4535-16PROV	10/16/2000	60/240,818	Abandoned
<b>PURCHASE ORDER AMENDMENT AND NEGOTIATION IN A FULL SERVICE TRADE SYSTEM</b>			
4535-22US	10/16/2001	09/981,626	Published
<b>CREDIT MONITORING AND CREDIT ASSURANCE IN A FULL SERVICE TRADE SYSTEM</b>			
4535-23US	10/16/2001	09/981,637	Published
<b>FACILITATING SELLER FINANCING AND ADVANCE PAYMENT FOR SELLER IN A FULL SERVICE TRADE SYSTEM</b>			
4535-24US	10/16/2001	09/981,645	Published
<b>PROVIDING CARGO INSURANCE IN A FULL SERVICE TRADE SYSTEM</b>			
4535-25US	10/16/2001	09/981,642	Published
<b>ACCESS CODE GENERATING SYSTEM INCLUDING SMART CARD READER</b>			
4535-14US	03/23/2000	09/533,840	Pending
<b>FULL SERVICE TRADE SYSTEM</b>			
4535-10US	10/13/1994	08/323,071	02/10/1998
		5,717,989	Issued

**SCHEDULE II**

BUSINESS						
HARRIS						
PROGRAMS						
4535-11US	02/09/1998	09/020,740	11/21/2000	6,151,588	Issued	
4535-12US	03/27/2000	09/536,190			Pending	
<b>ENHANCED FULL SERVICE TRADE SYSTEM</b>						
4535-29PROV	9/16/2004	To be Assigned			Pending	

PATENTS		TRADEMARKS		PUBLICATIONS		ISSUES	
Country	Registration No.	Class	Registration No.	Class	Registration No.	Class	Registration No.

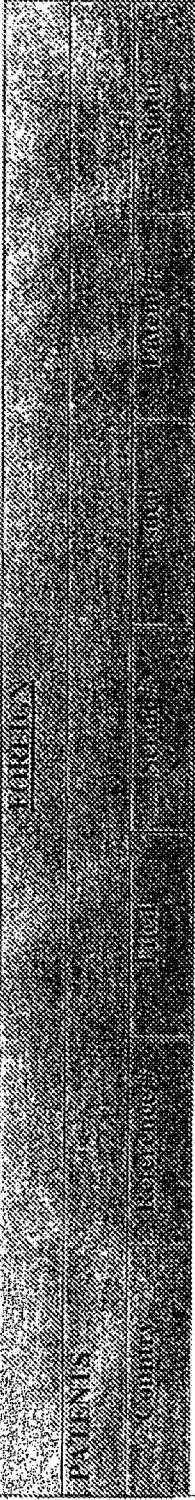
**FULL SERVICE TRADE SYSTEM**

Hong Kong	4535-5HK						Abandoned
Canada	4535-13CA	10/05/1995	2202157				Abandoned
Singapore	4535-06SG	10/05/1997	9701336-1		39100		Issued
Taiwan	4535-07TW	07/27/1995	84107782	01/26/2000	107368		Issued
Taiwan	4535-08TW	01/14/1998	87100439	04/08/2002	146500		Issued
WIPO	4535-15WO	10/05/1995	PCT/US95/129 25				National Phase

**FULL SERVICE TRADE SYSTEM**

European Patent Office	4535-04EP	10/05/1995	95937387.9	9/3/2003	0789884		Issued
European Patent Office	4535-04AEP	6/16/2003	03076866.7				Published
Belgium	4535-04BE	10/5/1995	95937387.9	9/3/2003	0789884		Issued
Switzerland	4535-04CH	10/5/1995	95937387.9	9/3/2003	0789884		Issued
Germany	4535-04DE		95937387.9		P69531697.4		Issued





**FULL SERVICE TRADE SYSTEM**

Spain	4535-04ES	10/5/1995	95937387.9	9/3/2003	0789884	Issued
France	4535-04FR	10/5/1995	95937387.9	9/3/2003	0789884	Issued
United Kingdom	4535-04GB	10/5/1995	95937387.9	9/3/2003	0789884	Issued
Ireland	4535-04IE	10/5/1995	95937387.9	9/3/2003	0789884	Issued (subject to restoration)
Italy	4535-04IT	10/5/1995	95937387.9	9/3/2003	0789884	Issued

**ACCESS CODE GENERATING SYSTEM INCLUDING SMART CARD AND SMART CARD READER**

European Patent Office	4535-14EP	03/22/2001	01302676.0			Published
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**IMPROVED FULL SERVICE TRADE SYSTEM**

European Patent Office	4535-16EP	10/16/2001	01981685.9			Published
Japan	4535-16JP	10/16/2001	2002-536633			Abandoned
Taiwan	4535-16TW	10/16/2001	90125552			Abandoned
WPO	4535-16WO	10/16/2001		PCT/US01/323 79		National Phase

SCHEDULE III

To

INTELLECTUAL PROPERTY SECURITY AGREEMENT

I. COPYRIGHT REGISTRATIONS.

Copyright                      Reg. No.                      Date

See attached.

II. COPYRIGHT APPLICATIONS.

Copyright                      Application No.                      Date

See attached.

III. COPYRIGHT LICENSES.

Name of Agreement                      Date of Agreement                      Parties

None.

**COPYRIGHTS**

All copyrights listed below are owned by **TRADECARD, INC.**

TradeCard.com Website	TXU977013	11/14/2000
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