

03-21-2001



101644080

### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

#### Submission Type

- New
- Resubmission (Non-Recordation)  
Document ID # \_\_\_\_\_
- Correction of PTO Error  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_
- Corrective Document  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

#### Conveyance Type

- Assignment  License
  - Security Agreement  Nunc Pro Tunc Assignment
  - Merger  Change of Name
  - Other \_\_\_\_\_
- Effective Date  
Month Day Year  
\_\_\_\_\_

#### Conveying Party

Mark if additional names of conveying parties attached

Name Paradigm4, Inc. Execution Date  
Month Day Year  
02012001

Formerly \_\_\_\_\_

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other \_\_\_\_\_
- Citizenship/State of Incorporation/Organization Delaware

#### Receiving Party

Mark if additional names of receiving parties attached

Name Greyrock Capital, a Division of Banc of America Commercial Finance Corporation

DBA/AK/A/T/A \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 10880 Wilshire Blvd., Suite 1850

Address (line 2) \_\_\_\_\_

Address (line 3) Los Angeles California 90024  
City State/Country Zip Code

- Individual  General Partnership  Limited Partnership  If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation  Association
- Other \_\_\_\_\_
- Citizenship/State of Incorporation/Organization Delaware

#### FOR OFFICE USE ONLY

03/20/2001 BTM:11 00000175 76081037

01 FC:481 40.00 UF  
02 FC:482 400.00 UF

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20503

REEL: 002254 FRAME: 0871

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

#

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

**Trademark Application Number(s)**

**Registration Number(s)**

<input type="text" value="76081037"/>	<input type="text" value="76081039"/>	<input type="text" value="76081040"/>
<input type="text" value="76081025"/>	<input type="text" value="76081029"/>	<input type="text" value="76081028"/>
<input type="text" value="76081027"/>	<input type="text" value="76081026"/>	<input type="text" value="76081034"/>

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<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

**Statement and Signature**

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Sebastian Camua

02/28/01

Name of Person Signing

Signature

Date Signed

**RECORDATION FORM COVER SHEET  
CONTINUATION  
TRADEMARKS ONLY**

FORM PTO-1618C  
Expires 06/30/99  
OMB 0651-0027

U.S. Department of Commerce  
Patent and Trademark Office  
**TRADEMARK**

**Conveying Party**

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year

Name

Formerly

Individual     General Partnership     Limited Partnership     Corporation     Association

Other

Citizenship State of Incorporation/Organization

**Receiving Party**

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual     General Partnership     Limited Partnership

Corporation     Association

Other

Citizenship/State of Incorporation/Organization

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**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

**Trademark Application Number(s)**

**Registration Number(s)**

76081035	76081036	76081038
76081033	76081032	76081031
76081030	76099580	


**SUPPLEMENT ONE  
TO  
PATENT AND TRADEMARK SECURITY AGREEMENT**

This SUPPLEMENT ONE TO PATENT AND TRADEMARK SECURITY AGREEMENT ("Agreement"), dated as of February 1, 2001, is entered into between **PARADIGM4, INC.** a Delaware corporation ("Grantor"), which has a mailing address at 199 Scott Swamp Road, Farmington, Connecticut 06032, and **GREYROCK CAPITAL, a Division of Banc of America Commercial Finance Corporation** (formerly Greyrock Business Credit, a Division of NationsCredit commercial Corporation) ("Greyrock"), which has a mailing address at 10880 Wilshire Blvd., Suite 1850, Los Angeles, CA 90024.

**RECITALS**

A. Grantor and Greyrock previously entered into a Patent and Trademark Security Agreement dated June 19, 1998 (the "Original Agreement"), which was recorded in the U.S. Patent and Trademark Office on July 10, 1998, Reel/Frame 1751/0051, with respect to the trademarks identified therein, and on July 10, 1998, Reel/Frame 9289/0049, with respect to the patents identified therein;

B. Grantor and Greyrock also previously entered into a Loan and Security Agreement dated June 19, 1998 (the "Loan Agreement") and other instruments, documents and agreements contemplated thereby or related thereto (collectively, together with the Loan Agreement and the Original Agreement, the "Loan Documents"). Pursuant to the Loan Documents, Grantor has granted to Greyrock a security interest in, among other things, all of Grantor's present and future general intangibles, including, without limitation, trademarks, patents and other "Collateral" (as defined in the Original Agreement);

C. Grantor and Greyrock desire to supplement the Original Agreement to make specific reference to the trademarks, patents and other intellectual property set forth below. The Original Agreement shall continue in full force and effect with respect to the Collateral described therein. By entering into this Supplement, the parties do not intend to imply that the trademarks, patents and other intellectual property set forth below are not covered and perfected by the existing Loan Documents, including, without limitation, the Original Agreement and the Loan Agreement.

NOW THEREFORE, for valuable consideration, the parties hereto mutually agree as follows:

1. Exhibits A and B of the Original Agreement is hereby supplemented by the addition of the intellectual property set forth on Exhibits A-1 and B-1 attached hereto, so that the "Collateral" (as defined in the Original Agreement) includes, without limitation, all of the intellectual property set forth in Exhibits A and B to the Original Agreement and all of the intellectual property set forth in Exhibits A-1 and B-1 attached hereto.

2. Grantor confirms its grant to Greyrock of a security interest in all of Grantor's right, title and interest in the Collateral, including, without limitation, the intellectual property set forth on Exhibits A-1 and B-1 attached hereto, to secure the payment and performance of all "Obligations" (as defined in the Original Agreement).

3. The Grantor represents and warrants that Exhibits A and B to the Original Agreement, together with Exhibits A-1 and B-1 attached hereto, constitute a true and complete schedule of all federal and state trademark and patent registrations, and pending registrations and applications, owned or controlled by Grantor or licensed to Grantor.

4. Except as modified herein, all terms and conditions of the Original Agreement shall continue in full force and effect, and Grantor represents and warrants to Greyrock that all representations and warranties set forth in the Original Agreement, as supplemented hereby, are true and correct as of the date hereof. This Supplement is an integral part of the Original Agreement.

IN WITNESS WHEREOF, this Supplement has been executed as of the date first written above.

**GREYROCK CAPITAL**, a Division of  
Banc of America Commercial Finance  
Corporation

**PARADIGM4, INC.**  
By: Greyrock Capital, a Division of Banc of  
America Commercial Finance Corporation,  
pursuant to power of attorney

By Wilhelm Wypal  
Title Its Attorney

By Wilhelm Wypal  
Title Its Attorney

SUPPLEMENTAL LIST OF REGISTERED TRADEMARKS

None

SUPPLEMENTAL LIST OF PENDING TRADEMARKS

<u>Trademark</u>	<u>Serial Number</u>	<u>Filing Date</u>
Smartpartner	76/081037	06/29/00
Smartpartner	76/081039	06/29/00
Smartpartner	76/081040	06/29/00
Smartpartner	76/081025	06/29/00
Paradigm4 Imagination gone wireless and design	76/081029	06/29/00
Paradigm4 Imagination gone wireless and design	76/081028	06/29/00
Paradigm4 Imagination gone wireless and design	76/081027	06/29/00
Paradigm4 Imagination gone wireless and design	76/081026	06/29/00
Paradigm4	76/081034	06/29/00
Paradigm4	76/081035	06/29/00
Paradigm4	76/081036	06/29/00
Paradigm4	76/081038	06/29/00
Imagination gone wireless	76/081033	06/29/00
Imagination gone wireless	76/081032	06/29/00
Imagination gone wireless	76/081031	06/29/00
Imagination gone wireless	76/081030	06/29/00
E-attach	76/099580	07/31/00
E-attach4	<b>Pending</b>	

**SUPPLEMENTAL LIST OF PATENTS**

**None**

**SUPPLEMENTAL LIST OF PATENT APPLICATIONS**

U.S. Patent Application No. 08/594,512