

06-04-2001

To the Honorable Commissioner of Patents

original documents or copy thereof.



101739883
101739883

1. Name of conveying party(ies):

Pequot Venture Partners II, L.P. **AND**
PVP II OutlookSoft Con Note Grantor Trust
c/o Pequot Capital Management, Inc.
500 Nyala Farm Road
Westport, CT 06880

- Individual(s)
- Association
- General Partnership
- Limited Partnership - Delaware
- Corporation:
- Other: a Delaware trust

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Merger
- Other:
- Change of Name
- Termination of Security Agreement

Execution Date: March 23, 2001

Name and address of receiving party(ies):

OutlookSoft Corporation
100 Prospect Street, Second Floor, North Tower
Stamford, CT 06901

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

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)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s):
78/023,916; 76/027,315; 78/007,390
75/868,365; 78/023,917; 76/134,921; 76/129,537
78/045,886

B. Trademark Registration No.(s):

Additional numbers attached? Yes No

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

Name: Ryan C. Fisher, Esq.
Internal Address: Cummings & Lockwood
Street Address: Four Stamford Plaza
Post Office Box 120
City: Stamford State: Connecticut Zip: 06904-0120

6. Total number of applications and registrations involved: 8

7. Total fee (37 CFR 3.41): \$215.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

Signature: Ryan C. Fisher

May 24, 2001

Total number of pages comprising cover sheet: 3

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

FORM UCC-3 / UNIFORM COMMERCIAL CODE / STATE OF CONNECTICUT
PLEASE TYPE OR PRINT - SEE REVERSE SIDE FOR COMPLETE INSTRUCTION

UCC-3
Rev. 3/97

SPACE FOR OFFICE USE ONLY WORK ORDER NUMBER	SPACE FOR OFFICE USE ONLY FILING NUMBER
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1 TYPE OF FILING - Place a check mark next to the appropriate selection.

a. Continuation: The financing statement between the parties named below and bearing the number indicated in Item 3 is continued for a subsequent term.

b. Amendment: The financing statement bearing the number indicated in Item 3 is amended as set forth in item 7.

c. Assignment: The secured party assigns to the assignee named below rights established under the financing statement bearing the number indicated in item 3.

d. Partial Assignment: The secured party assigns to the assignee named below rights established under the financing statement bearing the number indicated in item 3 to the extent stated in item 7.

e. Partial Release: The secured party releases the property set forth in Item 7 from the collateral presented in the original financing statement bearing the number indicated in item 3.

f. Termination: The secured party no longer claims a security interest under the financing statement bearing the number indicated in item 3.

2. THIS STATEMENT REFERS TO THE ORIGINAL FINANCING STATEMENT NO. 0002050772

3. DEBTOR'S FULL LEGAL NAME - Attach 8 1/2 x 11" sheet to present additional debtor information. Check here for additional debtors.

INDIVIDUAL	LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	S.S. NUMBER
BUSINESS	NAME OutlookSoft Corporation			TAXPAYER I.D. #	

MAILING ADDRESS (Street or P.O. Box)
100 Prospect Street, Second Floor, North Tower

CITY Stamford	STATE CT	COUNTRY	POSTAL CODE 06901
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4. SECURED PARTY'S FULL LEGAL NAME - Attach 8 1/2 x 11" sheet to present additional secured party information. Check here for additional secured party

INDIVIDUAL	LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	S.S. NUMBER
BUSINESS	NAME Pequot Venture Partners II, L.P.			TAXPAYER I.D. #	

MAILING ADDRESS (Street or P.O. Box)
c/o Pequot Capital Management, Inc., 500 Nyala Farm Road

CITY Westport	STATE CT	COUNTRY	POSTAL CODE 06880
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5. (IF APPLICABLE) ASSIGNEE'S FULL LEGAL NAME - Attach 8 1/2 x 11" sheet to present additional assignee information. Check here for additional assignee

INDIVIDUAL	LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	S.S. NUMBER
BUSINESS	NAME			TAXPAYER I.D. #	

MAILING ADDRESS (Street or P.O. Box)

CITY	STATE	COUNTRY	POSTAL CODE
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6. Use the following space and attachments referenced below to set forth any information relating to the selection made in item 2 above.

Termination: The secured parties no longer claim a security interest under the financing statement bearing the file number shown above.

NUMBER OF ADDITIONAL SHEETS PRESENTED 1

Filed With: Secretary of State
PEQUOT VENTURE PARTNERS II, L.P.
 By: Pequot Capital Management, Inc.,
its Investment Manager
 By: *Kevin E. O'Brien*

**ATTACHMENT TO CONNECTICUT FORM UCC-3:
OUTLOOKSOFT CORPORATION (DEBTOR)**

ADDITIONAL SECURED PARTIES:

Second Secured Party:

PVP II OutlookSoft Con Note Grantor Trust

Address:

c/o Pequot Capital Management, Inc.
500 Nyala Farm Road
Westport, Connecticut 06880


SIGNATURES OF PARTIES:

SECURED PARTY (IES) :

PVP II OUTLOOKSOFT CON NOTE GRANTOR TRUST

By: Pequot Capital Management, Inc., its Trustee

By:



Kevin E. O'Brien
General Counsel

TRADEMARK

REEL: 2307 FRAME: 0911

RECORDED: 05/24/2001