Form PTO-1594 RECORDATION FOR (Rev. 93/01) TRADEMAI						
Tab settings □□□□ ▼ ▼ ▼	* * * *					
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.						
Name of conveying party(ies): Scalable Software, Inc.	Name and address of receiving party(ies) Name: NEON Systems, Inc. Internal Address: Suite 500					
Individual(s) General Partnership Corporation-State Other	Street Address: 14100 Southwest Freeway City: Sugar Land State: TX Zip: 77478 Individual(s) citizenship Association					
Additional name(s) of conveying party(ies) attached? Yes V No	General Partnership					
3. Nature of conveyance: Assignment Merger Security Agreement Change of Name ✓ Other Grant of Security Interest Execution Date: June 26, 2002	Limited Partnership Corporation-State 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)	B. Trademark Registration No.(s) 2,569,742; 2,555,471; 3,552,260					
Additional number(s) at	3.0					
Name and address of party to whom correspondence concerning document should be mailed: Lourabro Christey	6. Total number of applications and registrations involved:					
Name: Lauralyn Chrisley Internal Address: 2300 First City Tower	7. Total fee (37 CFR 3.41)\$_90.00 Enclosed Authorized to be charged to deposit account					
Street Address: 1001 Fannin	8. Deposit account number: 22-0365 Attn: NEO530/1					
City: Houston State: TX Zip: 77002-6760						
DO NOT USE THIS SPACE						
1 Name of Ferson Organis	July 8, 2002 Signature Date Over sheet, attachments, and document:					

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

Commissioner of Patent & Trademarks, Box Assignments

Washington, D.C. 20231

GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which

are hereby acknowledged, SCALABLE SOFTWARE, INC., a Delaware corporation (the

"Grantor") with principal offices at 720 North Post Oak Road, Suite 500, Houston, Texas 77024,

hereby assigns and grants to NEON Systems, Inc., as Secured Party, with principal offices at

14100 Southwest Freeway, Suite 500, Sugar Land, Texas 77478 (the "Grantee"), a security

interest in (i) all of the Grantor's right, title and interest in and to the United States trademarks,

trademark registrations and trademark applications (the "Marks") set forth on Schedule A

attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to

below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are

associated and (iv) all causes of action arising prior to or after the date hereof for infringement of

any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the

Obligations of the Grantor, as such term is defined in the Security Agreement among the Grantor

and the Grantee, dated as of June 26, 2002 (as amended from time to time, the "Security

Agreement"). Upon full and final payment of all Obligations of the Grantor to the Grantee

secured by the Security Agreement, the Grantee shall execute, acknowledge, and deliver to the

Grantor an instrument in writing releasing the security interest in the Marks acquired under this

Grant.

This Grant has been granted in conjunction with the security interest granted to the

Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to

the security interest granted herein are as set forth in the Security Agreement, all terms and

provisions of which are incorporated herein by reference. In the event that any provisions of this

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TRADEMARK REEL: 002501 FRAME: 0504 Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the <u>Ju</u> day of June, 2002.

SCALABLE SOFTWARE, INC., as Grantor

Rv.

Name:

Title

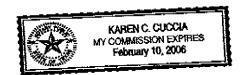
NEON SYSTEMS, INC., as Secured Party

By:

Name: J. Brad Ford Boy ATER

Γitle:

STATE OF TEXA	ঠ)) ss.:					
COUNTY OF Har	ri3)					
On this 🕏	th day				before	me	personally	came
<u>Elizabell</u>	n McGa	rry		_ who, t	seing by r	ne duly	y sworn, did	state as
follows: that [s]he is of Scalable Software, Inc., a								
Delaware corporation, that [s]he is authorized to execute the foregoing Grant on behalf of said								
corporation and that [s]he did so by authority of the Board of Directors of said corporation.								
					<u>en C.</u>	Conce	cia_	<u> </u>
Notary Public								



STATE OF TEXAS)) ss.:
COUNTY OF HARRIS)
On this day	of June, 2002, before me personally came
	who, being by me duly sworn, did state as
follows: that [s]he is	of Neon Systems, Inc., a Delaware
	d to execute the foregoing Grant on behalf of said corporation
and that [s]he did so by authority of	f the Board of Directors of said corporation.
	Notary Public

SCHEDULE A

<u>Marks</u>	Country	Registration No.
You Can't Manage What You Can't Measure	U.S.A.	2,569,742
Scalable Software and Design	U.S.A.	2,555,471
Survey A Scalable Solution and Design	U.S.A.	3,552,260

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TRADEMARK REEL: 002501 FRAME: 0508