

10-31-2002

SUBSTITUTE FORM PTO 1594
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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of P

102267428

attached original documents or copy thereof.

1. Name of conveying party(ies): 10-29-02
Merlin Software Technologies International, Inc.
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-Nevada
 Other _____

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

3. Nature of Conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other: Correction To Cover Sheet For Security Agreement Recorded on July 30, 2002
Execution Date: _____

2. Name and address of receiving party(ies):
SDS Merchant Fund, L.P.
53 Forest Avenue, 2nd Floor
Old Greenwich, Connecticut 06870

(See Schedule B)
 Individual(s) citizenship: _____
 Association: _____
 General Partnership: _____
 Limited Partnership: Delaware
 Corporation: _____
 Other: _____

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No
(Designation must be a separate document from Assignment)
Additional name(s) & addresses attached? Yes No

4. Application number(s) or registration number(s):
A. Trademark Application No.(s): See Schedule A
B. Trademark Reg. No.(s): See Schedule A
Additional numbers attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Cheryl L. Slipski, Esq.
Drinker Biddle & Reath LLP
One Logan Square
18th & Cherry Streets
Philadelphia, PA 19103-6996

Attorney Docket No. 42944-166722

6. Total number of applications and registrations involved: 11

7. Total fee (37 CFR 3.41) \$Previously Paid
 Enclosed
 Authorized to be charged to deposit account

8. Deposit Account Number: _____

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9. 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.

Cheryl L. Slipski October 23, 2002
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document: 9

OMB No. 0651-0011 (exp. 4/94) 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

SCHEDULE A

<u>Trademark</u>	<u>Serial No.</u>	<u>Filing Date</u>	<u>Date of First Use</u>
YOUR DATA IS YOUR BUSINESS	76/282146	July 9, 2001	ITU
SECUR	76/390,567	April 1, 2002	ITU
TURNING TECHNOLOGY INTO SOLUTIONS	76/282143	July 9, 2001	ITU
COMMUNICADO	76/259,975	October 19, 2000	ITU
YOUR BUSINESS IS YOUR DATA	76/282,173	July 9, 2001	ITU
ESSENTIAL SERVER and Design	76/282,842	July 11, 2001	ITU
SECURCUBE	76/342,871	November 29, 2001	ITU
ESSENTIAL SERVER NAS+	76/282,145	July 9, 2001	ITU
SECURDVR	76/342,870	November 29, 2001	ITU
THE PLUS FACTOR	76/281,957	July 9, 2001	ITU
ESSENTIAL SERVER	76/253,444	May 9, 2001	ITU

SCHEDULE B

SDS Merchant Fund, L.P., a Delaware limited partnership
53 Forest Avenue
2nd Floor
Old Greenwich, Connecticut 06870

Pequot Scout Fund, L.P., a Delaware limited partnership
c/o Pequot Capital Management, Inc.
500 Nyala Farm Road
Westport, Connecticut 06880

Narragansett Offshore, Ltd., a Cayman Island corporation
c/o Narragansett Asset Management LLC
153 East 53rd Street
26th Floor
New York, NY 10022

Narragansett I, L.P., a Delaware limited partnership
c/o Narragansett Asset Management LLC
153 East 53rd Street
26th Floor
New York, NY 10022

C

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Merlin Software Technologies International, Inc.
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-Nevada
 Other _____

2. Name and address of receiving party(ies):
SDS Merchant Fund, L.P.
53 Forest Avenue, 2nd Floor
Old Greenwich, Connecticut 06870
(See Schedule B) **6-24-02**

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

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

3. Nature of Conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other: Correction To Cover Sheet For Security Agreement Filed 6/11/02

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No
(Designation must be a separate document from Assignment)
Additional name(s) & addresses attached? Yes No

Execution Date: _____

4. Application number(s) or registration number(s):
A. Trademark Application No.(s): See Schedule A

B. Trademark Reg. No.(s): See Schedule A

Additional numbers attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Cheryl L. Slipski, Esq.
Drinker Biddle & Reath LLP
One Logan Square
18th & Cherry Streets
Philadelphia, PA 19103-6996

Attorney Docket No. 42944-166722

6. Total number of applications and registrations involved: 11
7. Total fee (37 CFR 3.41) \$290.00
 Enclosed
 Authorized to be charged to deposit account
8. Deposit Account Number: 50-0573

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9. 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.

Cheryl L. Slipski [Signature] June 19, 2002
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document: 6

OMB No. 0651-0011 (exp. 4/94)

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

06/27/2002 DBYRNE 00000066 \$00573 76282146 Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231
01 FC:481 40.00 CH
02 FC:482 250.00 CH

To the Honorable Commissioner of Patents and Trademarks Attached original documents or copy thereof.

1. Name of conveying party(ies):

Merlin Software Technologies, Inc.

7-30-02

- Individual(s)
- General Partnership
- Corporation-Nevada
- Other _____
- Association
- Limited Partnership

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

3. Nature of Conveyance:

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

Execution Date: June 4, 2002

2. Name and address of receiving party(ies):

SDS Merchant Fund, L.P.
53 Forest Avenue, 2nd Floor
Old Greenwich, Connecticut 06870

(See Schedule B)

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

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No

(Designation must be a separate document from Assignment)

Additional name(s) & addresses attached? Yes No

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

A. Trademark Application No.(s): See Schedule A

B. Trademark Reg. No.(s): See Schedule A

Additional numbers attached Yes No

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

Cheryl L. Slipski, Esq.
Drinker Biddle & Reath LLP
One Logan Square
18th & Cherry Streets
Philadelphia, PA 19103-6996

6. Total number of applications and registrations involved:

11

7. Total fee (37 CFR 3.41)

\$290.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit Account Number:

Attorney Docket No. 42944-166722

DO NOT USE THIS SPACE

9. 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.

Cheryl L. Slipski
Name of Person Signing

Signature

June 11, 2002
Date

Total number of pages including cover sheet, attachments and document: 5

OMB No. 0651-0011 (exp. 4/94)

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

08/02/2002 PDIAZI 00000161 76282146

01 FC:48
02 FC:48

40.00 OP
250.00 OP

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

PHIP3263681

TRADEMARK
REEL: 002608 FRAME: 0607

GRANT OF SECURITY INTEREST

WHEREAS, MERLIN SOFTWARE TECHNOLOGIES INTERNATIONAL, INC., a Nevada corporation (herein referred to as "Debtor"), owns all right, title and interest in and to the trademarks listed on the annexed Schedule A (the "Trademarks");

WHEREAS, Debtor is obligated to the entities identified on the annexed Schedule B (herein collectively referred to as "Secured Parties"), and has entered into an Amended and Restated Intellectual Property Security Agreement (the "Agreement") in favor of the Secured Parties; and

WHEREAS, Pursuant to the Agreement, Debtor granted to Secured Parties a security interest in, and mortgage on, all right, title and interest of Debtor in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all past, present and future causes of action which may exist by reason of infringement thereof (the "Collateral"), to secure the 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 grant to Secured Parties a security interest in, and mortgage on, the Collateral to secure the prompt payment, performance and observance of its obligations.

Debtor does hereby further acknowledge and affirm that the rights and remedies of Secured Parties with respect to the security interest in and mortgage on the Collateral made and 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 Grant of Security Interest to be duly executed by its officer thereunto duly authorized as of the 4th day of June 2002.

By: Merlin Software Technologies International, Inc.

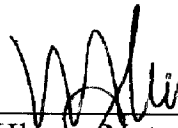
Name: 
Robert Heller

Title: Chief Executive Officer

PROVINCE OF BRITISH COLUMBIA)
)
CANADA)

ss.:

On this 4th day of June 2002, before me personally appeared Robert Heller, to me known, who, being by me duly sworn, did depose and say that he is Chief Executive Officer, of Merlin Software Technologies International, Inc., the corporation described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was affixed pursuant to authority of the Board of Directors of said corporation, and that he signed his name thereto pursuant to such authority.



Virgil Z. Hlus, a Notary Public
in and for the Province of British
Columbia, Canada.

VIRGIL Z. HLUS
Barrister & Solicitor
800 - BPS WEST GEORGIA STREET
VANCOUVER, B.C. V6C 3H1
TELEPHONE: (604) 687-5700



UNITED STATES DEPARTMENT OF COMMERCE

Patent and Trademark Office

ASSISTANT SECRETARY AND COMMISSIONER

OF PATENTS AND TRADEMARKS

Washington, D.C. 20231

OCTOBER 02, 2002

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DRINKER BIDDLE & REATH LLP
CHERYL L. SLIPSKI, ESQ.
ONE LOGAN SQUARE
18TH & CHERRY STREETS
PHILADELPHIA, PA 19103-6996



102178997A

UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 07/30/2002

REEL/FRAME: 002554/0804

NUMBER OF PAGES: 5

BRIEF: SECURITY AGREEMENT

ASSIGNOR:

MERLIN SOFTWARE TECHNOLOGIES, INC.

DOC DATE: 06/04/2002

CITIZENSHIP: NEVADA

ENTITY: CORPORATION

ASSIGNEE:

SDS MERCHANT FUND, L.P.
53 FOREST AVENUE, 2ND FLOOR
OLD GREENWICH, CONNECTICUT 06870

CITIZENSHIP: DELAWARE

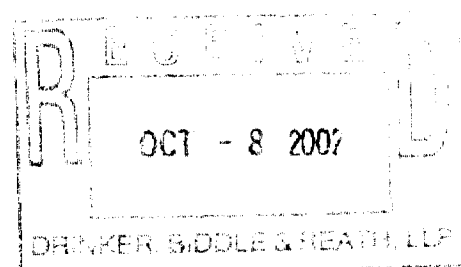
ENTITY: LIMITED PARTNERSHIP

ASSIGNEE:

PEQUOT SCOUT FUND, L.P.
500 NYALA FARM ROAD
C/O PEQUOT CAPITAL MANAGEMENT,
INC.
WESTPORT, CONNECTICUT 06880

CITIZENSHIP: DELAWARE

ENTITY: LIMITED PARTNERSHIP



TRADEMARK
REEL: 002608 FRAME: 0610

ASSIGNEE:

NARRAGANSETT OFFSHORE, LTD.
153 EAST 53RD STREET 26TH FLOOR
C/O NARRAGANSETT ASSET MANAGEMENT
LLC
NEW YORK, NEW YORK 10022

CITIZENSHIP: CAYMAN ISLANDS
ENTITY: CORPORATION

ASSIGNEE:

NARRAGANSETT I, L.P.
153 EAST 53RD STREET 26TH FLOOR
C/O NARRAGANSETT ASSET MANAGEMENT
LLC
NEW YORK, NEW YORK 10022

CITIZENSHIP: DELAWARE
ENTITY: LIMITED PARTNERSHIP

APPLICATION NUMBER: 76282146
REGISTRATION NUMBER:

FILING DATE: 07/09/2001
ISSUE DATE:

MARK: YOUR DATA IS YOUR BUSINESS
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 76390567
REGISTRATION NUMBER:

FILING DATE: 04/01/2002
ISSUE DATE:

MARK: SECUR
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 76282143
REGISTRATION NUMBER:

FILING DATE: 07/09/2001
ISSUE DATE:

MARK: TURNING TECHNOLOGY INTO SOLUTIONS
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 76259975
REGISTRATION NUMBER:

FILING DATE: 10/19/2000
ISSUE DATE:

MARK: COMUNICADO
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 76282173
REGISTRATION NUMBER:

FILING DATE: 07/09/2001
ISSUE DATE:

MARK: YOUR BUSINESS IS YOUR DATA
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 76282842
REGISTRATION NUMBER:

FILING DATE: 07/11/2001
ISSUE DATE:

MARK: ESSENTIAL SERVER
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 76342871
REGISTRATION NUMBER:

FILING DATE: 11/29/2001
ISSUE DATE:

MARK: SECURCUBE
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 76282145
REGISTRATION NUMBER:

FILING DATE: 07/09/2001
ISSUE DATE:

MARK: ESSENTIAL SERVER NAS+
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 76342870
REGISTRATION NUMBER:

FILING DATE: 11/29/2001
ISSUE DATE:

MARK: SECURDVR
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 76281957
REGISTRATION NUMBER:

FILING DATE: 07/09/2001
ISSUE DATE:

MARK: THE PLUS FACTOR
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 76253444
REGISTRATION NUMBER:

FILING DATE: 05/09/2001
ISSUE DATE:

MARK: ESSENTIAL SERVER
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

LAZENA MARTIN, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

AUGUST 27, 2002

PTAS

Under Secretary of Commerce For Intellectual Property and
Director of the United States Patent and Trademark Office
Washington, DC 20231
www.uspto.gov

DRINKER BIDDLE & REATH LLP
CHERYL L. SLIPSKI, ESQ.
ONE LOGAN SQUARE
18TH & CHERRY STREETS
PHILADELPHIA, PA 19103-6996



102139384A

UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF NON-RECORDATION OF DOCUMENT

DOCUMENT ID NO.: 102139384

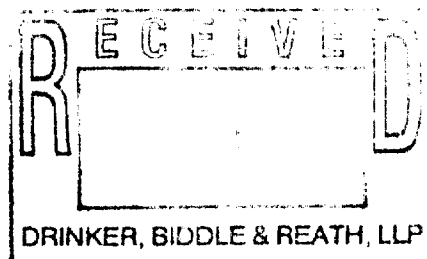
THE ENCLOSED DOCUMENT HAS BEEN EXAMINED AND FOUND NON-RECORDABLE BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. THE REASON(S) FOR NON-RECORDATION ARE STATED BELOW. DOCUMENTS BEING RESUBMITTED FOR RECORDATION MUST BE ACCOMPANIED BY A NEW COVER SHEET REFLECTING THE CORRECT INFORMATION TO BE RECORDED AND THE DOCUMENT ID NUMBER REFERENCED ABOVE.

THE ORIGINAL DATE OF FILING OF THIS ASSIGNMENT DOCUMENT WILL BE MAINTAINED IF RESUBMITTED WITH THE APPROPRIATE CORRECTION(S) WITHIN 30 DAYS FROM THE DATE OF THIS NOTICE AS OUTLINED UNDER 37 CFR 3.51. THE RESUBMITTED DOCUMENT MUST INCLUDE A STAMP WITH THE OFFICIAL DATE OF RECEIPT UNDER 37 CFR 3. APPLICANTS MAY USE THE CERTIFIED PROCEDURES UNDER 37 CFR 1.8 OR 1.10 FOR RESUBMISSION OF THE RETURNED PAPERS, IF THEY DESIRE TO HAVE THE BENEFIT OF THE DATE OF DEPOSIT IN THE UNITED STATES POSTAL SERVICE.

SEND DOCUMENTS TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231. IF YOU HAVE ANY QUESTIONS REGARDING THIS NOTICE, YOU MAY CONTACT THE INDIVIDUAL WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723.

1. THE COVER SHEET SUBMITTED TO CORRECT ERRORS IN THE PREVIOUSLY RECORDED DOCUMENT IS NOT ACCEPTABLE. TO CORRECT AN ERROR IN A RECORDED DOCUMENT, A CORRECTED COVER SHEET MUST BE ACCOMPANIED BY THE ORIGINALLY RECORDED DOCUMENT OR A COPY OF THE ORIGINALLY RECORDED DOCUMENT AND THE RECORDING FEE FOR THE CORRECTIONS AS SET FORTH IN 37 CFR 3.34.

TONYA LEE, EXAMINER



RECORDED: 10/23/2002

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