

07-22-2004

FORM PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 05/31/2002)



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

102796819

7-2004

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

<p>1. Name of conveying party(ies): Elements Group, Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other</p>	<p>2. Name and address of receiving party(ies): Name: Silicon Valley Bank Internal Address: HA155</p> <p>Street Address: 3003 Tasman Drive</p> <p>City: Santa Clara State: CA ZIP: 95054</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>09/12/03</p>	<p><input type="checkbox"/> Individual(s) citizenship <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State-<u>DE</u> <input type="checkbox"/> Other</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>

4. Application number(s) or registration number(s):	
<p>A. Trademark Application No.(s)</p> <p>78/402059 78/405757 78/407447 78/407401 78/407382 78/407076</p>	<p>B. Trademark No.(s)</p>
Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

OPR/FINANCE
JUL 22 AM 8:11

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: Silicon Valley Bank</p> <p>Internal Address: Loan Documentation HA155</p> <p>Street Address: 3003 Tasman Dr.</p> <p>City: Santa Clara State: Ca ZIP: 95054</p>	<p>6. Total number of applications and registrations involved: 6</p> <p>7. Total fee (37 CFR 3.41): \$ 165.00 <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: (Attach duplicate copy of this page if paying by deposit account)</p>
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DO NOT USE THIS SPACE

07/21/2004 NGETACHE 00000014 78402059
01 FC:8521 40.00 OP
02 FC:8522 125.00 OP

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.

Maribel Anteaaga
Name of Person Signing

Maribel Anteaaga
Signature

7/12/04
Date

Amy Wikert

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

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 003010 FRAME: 0641

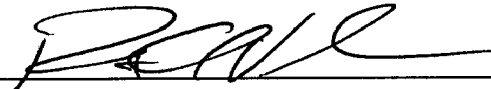
ADDENDUM TO INTELLECTUAL PROPERTY SECURITY AGREEMENT

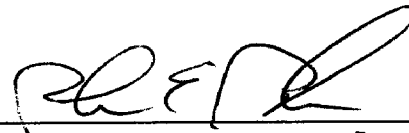
This Addendum to Intellectual Property Security Agreement is executed pursuant to, and is an addendum to, an Intellectual Property Security Agreement, dated September 12, 2003, by and between Elements Group, Inc. ("Grantor") with its principal office at 110010 W. 120th Avenue, Suite 400, Bloomfield, CO 80021, and Silicon Valley Bank ("Bank") with its principal office at 3003 Tasman Drive, Santa Clara, CA 95054. This Addendum to Intellectual Property Security Agreement is presented for recordation as constructive notice that Grantor, the owner of the intellectual property identified in the exhibit(s) attached hereto, has granted to Bank a security interest in the intellectual property described on exhibit(s) attached hereto, and the exclusive rights comprised in the intellectual property, to secure payment of a debt.

IN WITNESS WHEREOF, Grantor has executed this Addendum to Intellectual Property Security Agreement as of June 2, 2004.

GRANTOR:

Elements Group, Inc.

By: 
Name: Robert C. Verbooren
Title: Exec VP, Corporate Development

By: 
Name: RICHARD E. BAKER
Title: COO

**EXHIBIT "A"
COPYRIGHTS**

SCHEDULE A - ISSUED COPYRIGHTS

<u>COPYRIGHT DESCRIPTION</u>	<u>REGISTRATION NUMBER</u>	<u>DATE OF ISSUANCE</u>
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None

SCHEDULE B - PENDING COPYRIGHT APPLICATIONS

<u>COPYRIGHT DESCRIPTION</u>	<u>APPLICATION NUMBER</u>	<u>DATE OF FILING</u>	<u>DATE OF CREATION</u>	<u>FIRST DATE OF PUBLIC DISTRIBUTION</u>
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1) White Paper: "Contract Management: Internal Strategic Alliances"	Not yet issued	April 23, 2004	November 2002	November 2002
2) White Paper: "Contract Management: From Paper to Power"	Not yet issued	April 23, 2004	April 2002	April 2002
3) White Paper: "Software Management: Software Compliance for Corporate Integrity, Introduction"	Not yet issued	April 23, 2004	February 2003	February 2003
4) White Paper: "IT Asset Management: Road Map to an Enterprise Solution"	Not yet issued	April 23, 2004	April 2003	April 2003
5) White Paper: "Fixed Asset Management: Leveraging Internal Strategic Alliances with Corporate/IT Asset Management"	Not yet issued	April 23, 2004	September 2003	September 2003

SCHEDULE C - UNREGISTERED COPYRIGHTS (Where No Copyright Application is Pending)

<u>DESCRIPTION</u>	<u>CREATION</u>	<u>DISTRIBUTION FROM ASSIGNOR</u>	<u>ASSIGNOR</u>
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None

EXHIBIT "B"
PATENTS

None

EXHIBIT "C"

TRADEMARKS

<u>TRADEMARK DESCRIPTION</u>	<u>COUNTRY</u>	<u>SERIAL NO.</u>	<u>REG. NO</u>	<u>STATUS</u>
1) Elements Group stylized logo	USA	78402059	Not issued	Initial filing made in April 2004
2) Elements Group name	USA	78405757	Not issued	Initial filing made in April 2004
3) Asset Management Road Map	USA	78407447	Not issued	Initial filing made in April 2004
4) Maturity Matrix	USA	78407401	Not issued	Initial filing made in April 2004
5) Internal Strategic Alliances	USA	78407382	Not issued	Initial filing made in April 2004
6) Corporate Integrity	USA	78407076	Not issued	Initial filing made in April 2004

EXHIBIT "D"
MASKWORKS

None