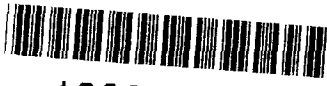


12.15.04

12-17-2004



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

1. Name of conveying party(ies): 4GL School Solutions, Inc. <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		2. Name and address of receiving party(ies): Name: Silicon Valley Bank Internal Address: HA155 Street Address: 3003 Tasman Drive City: Santa Clara State: CA ZIP: 95054	
3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____		<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-Delaware <input type="checkbox"/> Other 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	
Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		Execution Date: November 30, 2004	

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 78-477,945 76-534,329		B. Trademark No.(s)	
12/16/2004 610R11 00000041 7847945		01 FC:8521 40.00 DP 02 FC:8522 25.00 DP	

DEC 15 AM 10:39
OPR/FINANCE

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Silicon Valley Bank Internal Address: Loan Documentation HA155 Street Address: 3003 Tasman Dr. City: Santa Clara State: Ca ZIP: 95054		6. Total number of applications and registrations involved: 2 7. Total fee (37 CFR 3.41): 000 \$65 <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account	
8. Deposit account number: (Attach duplicate copy of this page if paying by deposit account)		Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

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.

Mariel Arceaga Mariel Arceaga 12/17/04
 Name of Person Signing Signature Date

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. This Addendum to Intellectual Property Security Agreement is presented for recordation as constructive notice that 4GL SCHOOL SOLUTIONS, INC. ("Assignor"), with its principal office at 901 Dulaney Valley, Towson, MD 21204, the owner of the intellectual property identified in the exhibits attached hereto, has granted to SILICON VALLEY BANK ("Assignee"), with its principal office at 3003 Tasman Drive, Santa Clara, CA 95054, a security interest in the intellectual property, and the exclusive rights comprised in the intellectual property, to secure payment of a debt.

IN WITNESS WHEREOF, Assignor has executed this Addendum to Intellectual Property Security Agreement as of 11/30/04.

4GL SCHOOL SOLUTIONS, INC.

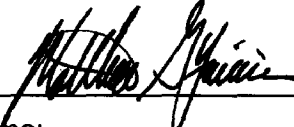
By: 
Name: _____
Title: Matthew Yancisin
Chief Financial Officer
4GL School Solutions, Inc.

EXHIBIT "A"
COPYRIGHTS

SCHEDULE A - ISSUED COPYRIGHTS

<u>COPYRIGHT DESCRIPTION</u>	<u>REGISTRATION NUMBER</u>	<u>DATE OF ISSUANCE</u>
1. EX Compliance Forms v.3	Txu1053905	8/27/2002
2. ENCORE! Timeline Tracker, ENCORE! Forms Tracker, ENCORE! Encounter Tracker, v. 6.0	TXu-1-186-433	6/24/04

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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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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**EXHIBIT "B"
PATENTS**

<u>PATENT DESCRIPTION</u>	<u>DOCKET NO.</u>	<u>COUNTRY</u>	<u>SERIAL NO.</u>	<u>FILING DATE</u>	<u>STATUS</u>
1. Method and System for Online Analytical Processing for Educational and Other Outcomes	n/a	USA	10/406,246	April 4, 2003	pending
2. Management Tracking System and Method of Use	n/a	USA	10/455,804	June 6, 2003	pending
3. Encounter Tracker and Service Gap Analysis System and Method of Use	n/a	USA	10/698,423	Nov. 3, 2003	pending
4. Method and System for Compliance Forms and Compliance Forms User Interface	n/a	USA	10/648,790	Aug. 27, 2003	pending

Exhibit "C" attached to that certain Addendum to Intellectual Property Security Agreement.

EXHIBIT "C"
TRADEMARKS

<u>TRADEMARK DESCRIPTION</u>	<u>COUNTRY</u>	<u>SERIAL NO.</u>	<u>REG. NO</u>	<u>STATUS</u>
ENSIGHT!	USA	78-477,945		Pending
ENCORE!	USA	76-534,329		Pending

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TRADEMARK
REEL: 003093 FRAME: 0379

Exhibit "D" attached to that certain Addendum to Intellectual Property Security Agreement.

EXHIBIT "D"
SERVICE MARKS

<u>SERVICE MARK</u>	<u>DESCRIPTION</u>	<u>COUNTRY</u>	<u>SERIAL NO.</u>	<u>REG. NO</u>	<u>STATUS</u>
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RECORDED: 12/15/2004

TRADEMARK
REEL: 003093 FRAME: 0380