

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Mobius Management Systems, Inc.		06/15/2007	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Bank of Montreal, as Administrative Agent
Street Address:	111 W. Monroe Street, 10th Floor
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60603
Entity Type:	CORPORATION: CANADA

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Serial Number:	75647415	CLICK-N-DONE
Serial Number:	76462965	CONTENUITY
Serial Number:	75726895	DOCUANALYZER
Serial Number:	74512468	DOCUMENTDIRECT
Serial Number:	76458889	E-SEARCH & VIEW
Serial Number:	74087763	INFOPAC
Serial Number:	75069989	
Serial Number:	76552296	MOBIUS
Serial Number:	76351367	MOBIUS

CORRESPONDENCE DATA

Fax Number: (312)706-8248
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 3127018607
 Email: zbeal@mayerbrownrowe.com
 Correspondent Name: Joan L. Long

OP \$240.00 75647415

Address Line 1: P.O. Box 2828
Address Line 4: Chicago, ILLINOIS 606902828

ATTORNEY DOCKET NUMBER:	07042218
NAME OF SUBMITTER:	Joan L. Long
Signature:	/joanllong/
Date:	08/06/2007

Total Attachments: 8

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**SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

June 15, 2007

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and sufficiency of which are hereby acknowledged, Mobius Management Systems, Inc., a Delaware corporation (the "Grantor") with principal offices at 120 Old Post Road, Rye, New York, 10580, hereby grants to Bank of Montreal, as Administrative Agent, with principal offices at 111 W. Monroe St., 10th Floor East, Chicago, Illinois 60603 (the "Administrative Agent"), a security interest in all of the following property, whether now owned or hereafter acquired or existing:

- (a) all trademarks, trade names, corporate names, company names, business names, fictitious business names, trade styles, service marks, certification marks, collective marks, logos, other source of business identifiers, prints and labels on which any of the foregoing have appeared or appear, designs and general intangibles of a like nature (each of the foregoing, a "Trademark"), all registrations and all applications in connection therewith, whether pending or in preparation for filing, including all common law rights in the Trademark and registrations and applications in the United States Patent and Trademark Office or in any office or agency of the United States of America or any State thereof or any foreign country, including those listed on Schedule A;
- (b) all Trademark licenses;
- (c) all reissues, extensions or renewals of any item described in clause (a) or (b);
- (d) all of the goodwill of the business connected with the use of, and symbolized by, any item described in clause (a) or (b); and
- (e) all proceeds of, and rights associated with, the foregoing, including any claim by the Grantor against third parties for past, present or future infringement or dilution of any Trademark, Trademark registration or Trademark license, including any Trademark, Trademark registration or Trademark license referred to in Schedule A, or for any injury to the goodwill associated with the use of any Trademark or for breach or enforcement of any Trademark license.

THIS SECURITY INTEREST (this "Agreement") is made to secure the satisfactory performance and payment of all obligations of the Grantor under the Guaranty, as such term is defined in the Security Agreement among the Grantor, Allen Systems Group, Inc. ("ASG"), each other subsidiary of ASG that is party thereto from time to time and the Administrative Agent, dated as of June 15, 2007 (the "Security Agreement"). Capitalized terms used but not defined herein have the respective meanings assigned to such terms in the Security Agreement. Upon request of the Grantor when all Liabilities have been paid in full and all Commitments have been terminated, the Administrative Agent shall execute, acknowledge and deliver to the Grantor an instrument in writing releasing the security interest in the Patents acquired under this Agreement.

This security interest has been made in conjunction with the security interest granted to the Administrative Agent under the Security Agreement. The rights and remedies of the Administrative Agent with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in, the Security Agreement, the terms and provisions of which are incorporated herein by reference. If any provision of this Agreement conflicts with the Security Agreement, the provisions of the Security Agreement shall govern.

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the date first written above.


MOBIUS MANAGEMENT SYSTEMS, INC.,
Grantor

By: _____

Name: Arthur L Allen

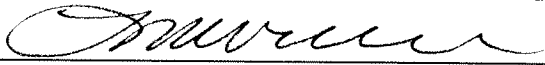
Title: President

BANK OF MONTREAL, as
Administrative Agent

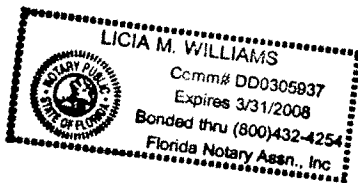
By: 
Name: Eric A. Schubert
Title: Managing Director

STATE OF FLORIDA)
) ss.:
COUNTY OF COLLIER)

On this 13th day of July, 2007, before me personally came Arthur L Allen who, being by me duly sworn, did state as follows: that [s]he is President of Mobius Management Systems, Inc., and that [s]he is authorized to execute the foregoing Security Interest on behalf of said corporation and that [s]he did so by authority of the Board of Directors of said corporation.

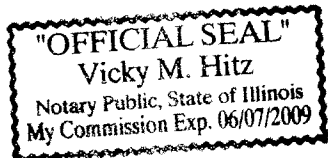


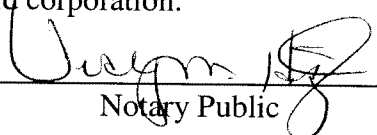
Notary Public



STATE OF ILLINOIS)
COUNTY OF COOK) ss.:

On this 17 day of July, 2007, before me personally came Eric A. Schubert who, being by me duly sworn, did state as follows: that he is a Managing Director of Bank of Montreal, that he is authorized to execute the foregoing Agreement on behalf of said corporation and that he did so by authority of the Board of Directors of said corporation.





Notary Public

VICKY M. HITZ

SCHEDULE A

SERIAL NUMBER	REG. NUMBER	WORD MARK					
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[TO BE UPDATED / FORMATTED]

REFERENCE #	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
<u>UNITED STATES</u>							
CLICK-N-DONE	2/24/1999	75/647,415	9/4/2001	2,485,728	REGISTERED	09	
09 – Computer software for use by end-users in electronic payment, namely, electronic processing and transmission of bill payment data.							
CONTENUITY	10/31/2002	76/462,965	8/12/2003	2,750,096	REGISTERED *	09	
9 – Computer software for use in connection with network and web-based content management. * Owner of registration is MMS Acquisition I LLC (100% wholly-owned subsidiary of Mobius Management Systems, Inc.)							
DOCUANALYZER	6/11/1999	75/726,895	6/13/2000	2,357,393	REGISTERED	09	
09 – Computer software which retrieves data from computer-generated reports in order to allow the user to query, drill, graph, summarize, and export data to other applications.							
DOCUMENTDIRECT	4/14/1994	74/512,468	5/14/1996	1,974,132	REGISTERED	09	
09 – Computer software used for data management, namely to store, archive, retrieve, and display information, and instruction manuals distributed together as a unit.							
E-SEARCH & VIEW	10/17/2002	76/458,889	8/5/2003	2,746,952	REGISTERED	09	
9 – Database management software, namely, network and web-based document and information management, capture, storage, retrieval, formatting, indexing, conversion, migration, viewing, reporting and archiving.							
INFOPAC	8/10/1990	74/087,763	10/6/1992	1,721,468	REGISTERED	09	
09 – Data center management system computer software and documentation; namely, instructional guides and manuals relating to such software sold as a unit.							
MOBIOUS STRIP DESIGN	3/11/1996	75/069,989	8/4/1998	2,177,766	REGISTERED	09	
09 – Computer software for use in archiving, formatting, viewing, and printing data in an enterprise network environment.							
MOBIUS	10/17/2003	76/552,296	8/17/2004	2,874,146	REGISTERED	09, 41, 42	
09 – Database management software, namely, network and web-based document and information management, capture, storage, retrieval, formatting, indexing, conversion, migration, viewing, reporting and archiving; and computer software for use in electronic invoice, bill and statement presentment and processing of payments;							

REFERENCE #	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
<p>41 – Educational services, namely, computer management training in the fields of network and web-based document and information management, capture, storage, retrieval, formatting, indexing, conversion, migration, viewing, reporting and archiving, bill and statement presentment and processing of payments;</p> <p>42 – Computer software consultation, design, development, programming, installation, and maintenance for others in the fields of network and web-based document and information management, capture, storage, retrieval, formatting, indexing, conversion, migration, viewing, reporting, archiving and electronic invoice, bill, and statement presentment and processing of payment; technical support services, namely, trouble shooting of computer software problems in the fields of network and web-based document and information management, capture, storage, retrieval, formatting, indexing, conversion, migration, viewing, reporting, archiving, and electronic invoice, bill and statement presentment and processing of payments.</p>							
63657/00047US01	MOBIUS & Design	12/20/2001	76/351,367	5/20/2003	2,717,149	REGISTERED	09, 41, 42
<p>09 – Database management software, namely, network and web-based document and information management, capture, storage, retrieval, formatting, indexing, conversion, migration, viewing, reporting and archiving; and computer software for use in electronic invoice, bill and statement presentment and processing of payments;</p> <p>41 – Educational services, namely, computer management training in the fields of network and web-based document and information management, capture, storage, retrieval, formatting, indexing, conversion, migration, viewing, reporting and archiving, bill and statement presentment and processing of payments.</p>							