

05-07-1998



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1 SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

APR 28 1998

Tab settings 000 Y

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

1. Name of conveying party(ies):

EVOLVING SYSTEMS, INC.

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

3. Nature of conveyance:

☐ Assignment☐ Merger☒ Security Agreement☐ Change of Name☐ Other

Dec. 16, 1997

Execution Date:

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

Name: SILICON VALLEY BANK

Internal Address: Attn: Loan Documentation Group

Street Address:

3003 Tasman Drive

City: Santa Clara State: CA ZIP: 95054

Additional name(s) & address(es) attached? ☐ Yes ☐ No

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

If this document is being filed together with a new application, the execution date of the application is:

A. Patent Application No.(s)

See Exhibit "B" attached

B. Patent No.(s)

See Exhibit "B" attached

Additional numbers attached? ☐ Yes ☐ No

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

Name: SILICON VALLEY BANK

Internal Address:

Attn: Loan Documentation Group

NC816

Street Address:

3003 TASMAN DRIVE

City: Santa Clara State: CA ZIP: 95054

6. Total number of applications and patents involved: 6

7. Total fee (37 CFR 3.41).....\$ 240

☒ Enclosed CHECK NO. 71612☐ Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

05/06/1998 SMITH 00000325 60033422

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240.00 DP

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.

Name of Person Signing

Jacquelyn L. GWB/142

Signature

Jacquelyn L. GWB/142

Date

9/22/98

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

PATENT REEL: 9143 FRAME: 0214

EXHIBIT B

Patents

<u>Description</u>	<u>Registration/ Application Number</u>	<u>Registration/ Application Date</u>
Predictive Dialer Pacing System		04/26/94
Systems and Methods for Providing Service Mediation Between Regional Service Management Systems and Local Element Management Systems for Number Portability (Provisional Application for <i>NumberManager</i>)	60/033,422 (Provisional)	12/24/96
Systems and Methods for Providing Order Mediation Between Existing Information Systems and Regional Service Management Systems for Number Portability (Provisional Application for <i>OrderPath</i>)	60/033,423 (Provisional)	12/24/96
Systems and Methods for Providing Network Element Management Functionality for Managing and Provisioning Network Elements Associated with Number Portability (Provisional Application for <i>NodeMaster</i>)	60/033,421 (Provisional)	12/24/96
Systems and Methods for Providing Order and Service Mediation for Telecommunications Systems (Application for <i>NumberManager</i> and <i>OrderPath</i> combined)	08/906,751	08/06/97
Systems and Methods for Providing Network Element Management Functionality for Managing and Provisioning Network Elements (Application for <i>NodeMaster</i>)	08/907,323	08/06/97
Improved Telecommunications Systems and Methods (Provisional Application for 21st Century Operational Support Systems or OSS)	60/046,240 (Provisional)	05/12/97

AMENDMENT NO. 1
TO
COLLATERAL ASSIGNMENT, PATENT MORTGAGE
AND SECURITY AGREEMENT

This Amendment No. 1 to Collateral Assignment, Patent Mortgage and Security Agreement (the "Amendment") is entered into as of December 16, 1997, by and between Silicon Valley Bank ("Bank") and Evolving Systems, Inc. ("Borrower").

RECITALS

Borrower and Bank are parties to that certain Loan and Security Agreement dated as of September 18, 1996, as amended from time to time (the "Loan Agreement"). Borrower and Bank propose to enter into an Amendment to Loan and Security Agreement dated as of the date hereof (the "Loan Amendment"). Borrower previously executed for the benefit of Bank a Collateral Assignment, Patent Mortgage and Security Agreement (the "Collateral Assignment").

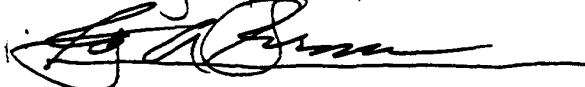
AGREEMENT

NOW, THEREFORE, the parties agree as follows:

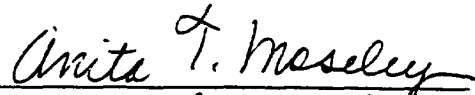
1. As of the date of this Amendment, Exhibits A, B and C to the Collateral Assignment are hereby deleted in their entirety and replaced with Exhibits A, B and C attached to this Amendment.
2. Unless otherwise defined, all capitalized terms in this Amendment shall be as defined in the Collateral Assignment. Except as amended, the Collateral Assignment remains in full force and effect.
3. This Amendment may be executed in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one instrument.

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

Evolving Systems, Inc.


Sr. V.P. of Finance Chief Financial Officer

EVOLVING SYSTEMS, INC.

By: 
Title: V.P. of Legal Services

SILICON VALLEY BANK

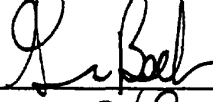
By: 
Title: SVP

EXHIBIT A

Copyrights

<u>Description</u>	Registration/ Application <u>Number</u>	Registration/ Application <u>Date</u>
None registered		

EXHIBIT B

Patents

<u>Description</u>	<u>Registration/ Application Number</u>	<u>Registration/ Application Date</u>
Predictive Dialer Pacing System		04/26/94
Systems and Methods for Providing Service Mediation Between Regional Service Management Systems and Local Element Management Systems for Number Portability (Provisional Application for <i>NumberManager</i>)	60/033,422 (Provisional)	12/24/96
Systems and Methods for Providing Order Mediation Between Existing Information Systems and Regional Service Management Systems for Number Portability (Provisional Application for <i>OrderPath</i>)	60/033,423 (Provisional)	12/24/96
Systems and Methods for Providing Network Element Management Functionality for Managing and Provisioning Network Elements Associated with Number Portability (Provisional Application for <i>NodeMaster</i>)	60/033,421 (Provisional)	12/24/96
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Systems and Methods for Providing Network Element Management Functionality for Managing and Provisioning Network Elements (Application for <i>NodeMaster</i>)	08/907,323	08/06/97
Improved Telecommunications Systems and Methods (Provisional Application for 21st Century Operational Support Systems or OSS)	60/046,240 (Provisional)	05/12/97

EXHIBIT C

Trademarks

<u>Description</u>	<u>Registration/ Application Number</u>	<u>Registration/ Application Date</u>
ESI Environment	Not registered	
VDIS	Not registered	
Checker	Not registered	
Checknet	Not registered	
Pilot Plus	Not registered	
BACE	Not registered	
APEX Environment	Not registered	
<i>US Filings</i>		
ESI "Bullet" Logo (SM)	1,848,371	08/02/94
ESI initials (SM)	1,848,372	08/02/94
Evolving Systems, Inc. Trade Name Registration (State of Colorado)	L22-77953-000	01/01/96
Evolving Systems (Class 9)	75/193,976	11/06/96
Evolving Systems and Design (bullet and block) (subsequently abandoned)	75/193,977	11/06/96
Bullet and Block Design (subsequently abandoned)	75/194,261	11/06/96
OrderPath	75/217,683	12/23/96
NumberManager	75/217,681	12/23/96
NodeMaster	75/217,682	12/23/96
Evolving Systems (Class 42)	75/292,405	05/15/97
Evolving Systems and Design (evolving triangle)	75/284,808	05/01/97
Evolving Systems – CTM	75/217,682	
What Your World Is Coming To (subsequently abandoned)	75/264,673	03/25/97
What The World Of Telecom Is Coming To	75/264,673	05/16/97

Foreign Filings

Evolving Systems	European Economic Community No. 00385856	12/16/96
Evolving Systems	Canada No. 848669	06/20/97
Evolving Systems and Design (evolving triangle)	Canada No. 848668	06/20/97
What The World Of Telecom Is Coming To	Canada No. 848673	06/20/97
OrderPath	Canada No. 848670	06/20/97
NumberManager	Canada No. 848672	06/20/97
NodeMaster	Canada No. 848671	06/20/97