



09-15-1999



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Conveyance Type

Assignment  Security Agreement

License  Change of Name

Merger  Other

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**Application Number(s) or Patent Number(s)**  Mark if additional numbers attached

Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property).

Patent Application Number(s)			Patent Number(s)		
<input type="text" value="09/232,903"/>	<input type="text" value="09/232,908"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="60/000,442"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="08/538,365"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

If this document is being filed together with a new Patent Application, enter the date the patent application was signed by the first named executing inventor. Month Day Year

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Enter PCT application number  PCT  PCT

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**Number of Properties** Enter the total number of properties involved. #

**Fee Amount** Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Deposit Account  Enclosed  Deposit Account

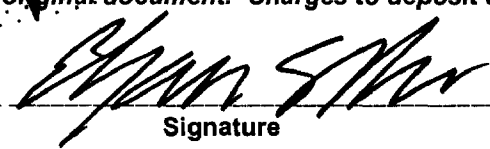
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Deposit Account Number: #

Authorization to charge additional fees: Yes  No

**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. Charges to deposit account are authorized, as indicated herein.

Elizabeth S. Perdue  August 31, 1999

Name of Person Signing Signature Date



**FIRST AMENDMENT TO SECURITY AGREEMENT**

This First Amendment to Security Agreement ("**Amendment**") is entered into as of June 28, 1999 ("**Effective Date**") to amend that certain Security Agreement dated as of December 30, 1998 ("**Security Agreement**"), between Solar Communications, Inc., an Illinois corporation having its principal place of business at 1120 Frontenac Road, Naperville, Illinois 60563-1799 ("**Solar**") and NeoMedia Technologies, Inc., a Delaware corporation having its principal place of business at 2201 Second Street, Suite 600, Fort Meyers, Florida 33901-3083 ("**NeoMedia**").

**WHEREAS**, Solar and NeoMedia have entered into the Security Agreement, a copy of which is attached;

**WHEREAS**, pursuant to the Security Agreement, NeoMedia granted to Solar a security interest in Intellectual Property as described on Schedule 1 of the Security Agreement; included in the Intellectual Property is U.S. Patent Application Serial No. 08/538,365, filed October 3, 1995 ("**Parent Application**") and any divisional application thereof;

**WHEREAS**, on January 15, 1999, NeoMedia filed a divisional patent Application Serial No. 09/232,908 based on the Parent Application; in accordance with Section 8(g) of the Security Agreement, the parties have agreed to periodically amend Schedule 1 to reflect the application serial numbers of newly-filed patent applications which fall within the definition of "Intellectual Property."

**NOW, THEREFORE**, Schedule 1 of the Security Agreement is hereby amended by inserting the following at the end of clause (ii): -- and U.S. Patent Application Ser. No. 09/232,908, filed January 15, 1999 and entitled "System and Method for Using an Ordinary Article of Commerce to Access a Remote Computer" --. An amended and restated copy of Schedule 1 is attached showing newly-added material in underlined text.

**IN WITNESS WHEREOF**, the parties have each duly executed this Amendment as of the Effective Date.

NEOMEDIA TECHNOLOGIES, INC., a  
Delaware corporation

SOLAR COMMUNICATIONS, INC. an  
Illinois corporation

By: Charles T. Jensen  
Charles Jensen  
Its: Vice President and  
Chief Financial Officer

By: Peter R. Hudetz  
Peter R. Hudetz  
Its: President



## AMENDED AND RESTATED SCHEDULE 1

TO SECURITY AGREEMENT DATED DECEMBER 31, 1998  
BETWEEN NEOMEDIA TECHNOLOGIES, INC.  
AND SOLAR COMMUNICATIONS, INC.

### Intellectual Property

(i) Provisional Patent Application Ser. No. 60/000,442, filed June 20, 1995; (ii) U.S. Patent Application Ser. No. 08/538,365, filed October 3, 1995 and entitled "System and Method for Using an Ordinary Article of Commerce to Access a Remote Computer" and U.S. Patent Application Ser. No. 09/232,908, filed January 15, 1999 and entitled "System and Method for Using an Ordinary Article of Commerce to Access a Remote Computer"; (iii) PCT International Patent Application Ser. No. PCT/US 96/10592, filed June 19, 1996; (iv) European Patent Application Ser. No. 96923352.7; and (v) any continuation, continuation-in-part, divisional, re-examination or other applications that are based on such patent applications and any patents that may be issued upon such applications, including any reissues, renewals, certificates of corrections or extensions that may be granted in connection with such patents, and the rents, issues, products and proceeds of the foregoing, including the right to sue for infringement (whether occurring prior to or subsequent to debtor's default).