

**PATENT ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	SECURITY AGREEMENT
<b>CONVEYING PARTY DATA</b>	
<b>Name</b>	<b>Execution Date</b>
Video Networks IP Holdings Limited	06/01/2004
<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	Digital Explosion L.L.C.
<b>Street Address:</b>	925 Fourth Avenue
<b>Internal Address:</b>	Suite 2900
<b>City:</b>	Seattle
<b>State/Country:</b>	WASHINGTON
<b>Postal Code:</b>	98104-1158
<b>PROPERTY NUMBERS Total: 3</b>	
<b>Property Type</b>	<b>Number</b>
Application Number:	10640409
Application Number:	10640410
Application Number:	60513416
<b>CORRESPONDENCE DATA</b>	
<b>Fax Number:</b>	(203)972-7627
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
<b>Phone:</b>	203-972-0006
<b>Email:</b>	maschoff@bmtpatent.com
<b>Correspondent Name:</b>	Buckley, Maschoff & Talwalkar LLC
<b>Address Line 1:</b>	Five Elm Street
<b>Address Line 4:</b>	New Canaan, CONNECTICUT 06840
<b>NAME OF SUBMITTER:</b>	Kurt M. Maschoff

**OP \$120.00 10640409**

Total Attachments: 4  
 source=Scanned Security Interest#page1.tif  
 source=Scanned Security Interest#page2.tif

source=Scanned Security Interest#page3.tif  
source=Scanned Security Interest#page4.tif

**GRANT OF SECURITY INTEREST  
IN UNITED STATES PATENT RIGHTS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, VIDEO NETWORKS IP HOLDINGS LIMITED, a company incorporated in Bermuda with company registration number EC32916 (the "Grantor"), hereby grants to DIGITAL EXPLOSION L.L.C., a Washington limited liability company, as agent and security trustee (the "Grantee") for itself and the Noteholders (as such term is defined in the Security Agreement referred to below) a security interest in: (i) all of the Grantor's right, title and interest in and to the United States patent applications (the "Patent Rights") set forth on Schedule A attached hereto, including without limitation any patents that issue thereon, and continuations, reissues, reexaminations and extensions thereto; and (ii) all "proceeds" (as such term is defined in Article 9 of the Uniform Commercial Code of the State of New York) of the Patent Rights.

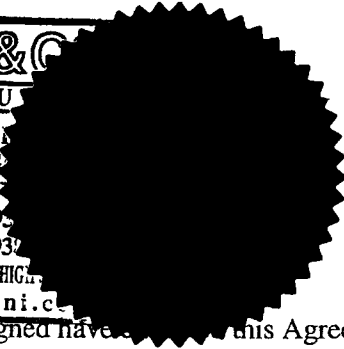
THIS GRANT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the Security Agreement between Grantor and Grantee, of even date herewith (as amended from time to time, the "Security Agreement"). Upon termination of the security interest granted in accordance with the terms of the Security Agreement, the Grantee shall, upon such satisfaction, execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Patent Rights acquired under this Grant.

This Grant has been made in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

This Grant may be executed in one or more counterparts, each of which shall be deemed an original but all of which together shall constitute one and the same instrument.

P  
PRITESH SONI, Secretary

**SONI & C**  
**NOTARY PUBLIC**  
MACMILLAN  
96 KENSINGTON HIGH  
LONDON W8  
TEL: +44(0)20 793  
FAX: +44(0)20 793  
DX: 47211 KENSINGTON HIGH  
www.notary-soni.c



IN WITNESS WHEREOF, the undersigned have signed this Agreement as of the 1st day of <sup>June</sup> May 2004.

Executed by the said ROGER LYNDEN  
this 1st day of June 04  
  
**PRITESH SONI, PUBLIC NOTARY  
GREATER LONDON**

VIDEO NETWORKS IP  
HOLDINGS LIMITED

By:   
Name: ROGER LYNDEN  
Title: DIRECTOR

Accepted:

DIGITAL EXPLOSION L.L.C.,  
as Security Trustee

By: \_\_\_\_\_  
Name:  
Title:

**APOSTILLE**

(Hague Convention of 5 October 1961 / Convention de La Haye du 5 octobre 1961)

**UNITED KINGDOM OF GREAT BRITAIN AND NORTHERN IRELAND**

1. Country: United Kingdom of Great Britain and Northern Ireland  
Pays: Royaume-Uni de Grande-Bretagne et d'Irlande du Nord

This public document / Le présent acte public

2. Has been signed by **Pritesh V Soni**  
a été signé par
3. Acting in the capacity of **Notary Public**  
agissant en qualité de
4. Bears the seal/stamp of **The Said Notary Public**  
est revêtu du sceau/timbre de

5. at London/à Londres
- Certified/Attesté  
6. the/le **03 June 2004**
7. by Her Majesty's Principal Secretary of State for Foreign and Commonwealth Affairs /  
par le Secrétaire d'Etat Principal de Sa Majesté aux Affaires Etrangères et du Commonwealth.

8. Number/sous No **G432126**

9. Stamp:  
timbre:
10. Signature: **J. Ireland**



*For the Secretary of State / Pour le Secrétaire d'Etat*

If this document is to be used in a country which is not party to the Hague Convention of 5 October 1961,  
it should be presented to the consular section of the mission representing that country.

SCHEDULE A

U.S. PATENT APPLICATIONS

<u>TITLE.</u>	<u>APPL. SER. NO.</u>	<u>FILING. DATE</u>
SYSTEM FOR CAPTURE AND SELECTIVE PLAYBACK OF BROADCAST PROGRAMS	10/640,409	August 13, 2003
SYSTEM AND METHOD FOR IDENTIFICATION AND INSERTION OF ADVERTISING IN BROADCAST PROGRAMS	10/640,410	August 13, 2003
INTERACTIVE VIDEO NAVIGATION IN VIDEO ON DEMAND AND BROADCAST TV	60/513,416	October 22, 2003

  
PATENT ATTORNEY, New York, N.Y.

NY2 - 393321.02

RECORDED: 06/04/2004

PATENT   
REEL: 014689 FRAME: 0624