

10-11-2000

8:30w



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Form PTO-1594
1-31-92

RE

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

1. Name of conveying party(ies):
Database America Companies, Inc.

Individual Association
 General Partnership - Limited Partnership
 Corporation - State: New Jersey
 Other -

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

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

Name: Bankers Trust Company
Internal Address: One Bankers Trust Plaza
Street Address: 130 Liberty Street
City: New York State: New York Zip Code: 10006

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation - _____
 Other - Collateral Agent

3. Nature of conveyance:

Assignment Merger
 Security Interest Change of Name
 Other -

Execution Date: May 3, 2000

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)

Additional numbers attached? Yes No

Trademark Registration No.(s)\

Please see attached Schedule B
2107383

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Brian Jaenicke, Legal Assistant
Internal Address: White & Case LLP

Street Address: 1155 Avenue of the Americas
City: New York State: NY ZIP: 10036

6. Total number of applications and registration involved 12

7. Total fee (37 CFR 3.41): \$ 315.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
23-1705
(Attach duplicate copy of this page if paying by deposit account)

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.

Brian T. Jaenicke
Name of Person Signing

Brian T. Jaenicke
Signature

8/30/00
Date

Total number of pages comprising cover sheet 1

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

10/11/2000 DBYRNE 00000021 231705 2102363
01 FC:451 275.00 LH
02 FC:482

TRADEMARK
REEL: 002153 FRAME: 0441

SCHEDULE B

<u>MARK</u>	<u>APPL./REG. NO.</u>	<u>FILING/REG. DATE</u>
Database Asia	2,102,383	09/30/97
Database Canada	2,068,106	06/03/97
Database Europe	2,009,201	10/15/96
Database Mexico	2,070,906	06/10/97
Map & Mail	2,093,781	09/02/97
Map & Phone	2,064,197	05/20/97
MarketZone	2,220,461	01/26/99
RealCounts	1,592,253	04/17/90
Database America	1,882,436	03/07/95
Database America (wm)	1,464,090	11/03/87
Database America Companies and Design	1,882,438	03/07/95
Chaining	1,491,421	06/07/88

**GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS AND PATENTS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, DATABASE AMERICA COMPANIES, INC., a New Jersey corporation (the "Grantor") with principal offices at 5711 South 86th Circle, Omaha, Nebraska 68127-0347, hereby grants to Bankers Trust Company, as Collateral Agent, with principal offices at One Bankers Trust Plaza, 130 Liberty Street, New York, New York 10006 (the "Grantee"), a security interest in (i) all of the Grantor's right, title and interest in and to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all of the Grantor's rights, title and interest in and to the United States patents (the "Patents") set forth on Schedule B attached hereto, in each case together with (iii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks and Patents, (iv) the goodwill of the businesses with which the Marks are associated and (v) all causes of action arising prior to or after the date hereof for infringement of any of the Marks and Patents or unfair competition regarding the same.

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 among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of July 23, 1999 (as amended from time to time, the "Security Agreement"). Upon the occurrence of the Termination Date (as defined in 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 Marks and Patents acquired under this Grant.

This Grant has been granted 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 as 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.

* * *

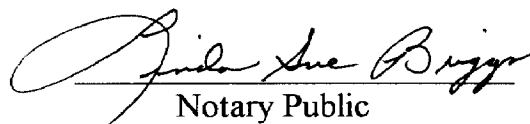
Nebraska

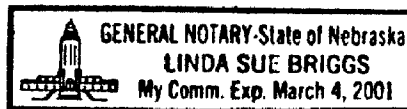
STATE OF NEW YORK)

) ss.:

COUNTY OF Douglas)

On this 3 day of May, 2000, before me personally came Stormy
L. Dean who, being by me duly sworn, did state as follows: that [s]he is
CFO of DATABASE AMERICA COMPANIES, INC., that [s]he is authorized to
execute the foregoing Grant on behalf of said Database America and that [s]he did so by authority of
the Board of Directors of said Database America

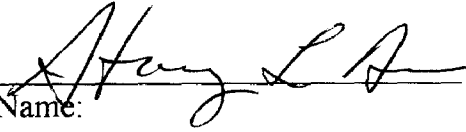

Notary Public



IN WITNESS WHEREOF, the undersigned have executed this Grant as of the

3rd day of May, 2000.

DATABASE AMERICA COMPANIES, INC.,
Grantor

By 
Name:
Title:

BANKERS TRUST COMPANY,
as Collateral Agent and Grantee

By 
Name: **David J. Bell**
Title: **Director**