

06-27-2002



SHEET

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Docket No.:

13568.057

102137847

Tab settings

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

1. Name of conveying party(ies):

VERIDIAN INFORMATION SOLUTIONS, INC.

06/20/02

- Individual(s)
- General Partnership
- Corporation-State California
- Other

- Association
- Limited Partnership

Additional names(s) of conveying party(ies)  Yes  No

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

Name: WACHOVIA BANK, NATIONAL ASSOCIATION

Internal Address: \_\_\_\_\_

Street Address: 301 S. College St., 5th Floor

City: Charlotte State: NC ZIP: 28288

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other National Association

If assignee is not domiciled in the United States, a domestic designation is  Yes  N  
(Designations must be a separate document from Additional name(s) & address(es)  Yes  N

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Assignment of Security Interest
- Merger
- Change of Name

Execution Date: June 10, 2002

4. Application number(s) or registration numbers(s):

A. Trademark Application No. (s)

76187705

See Schedule B

Additional numbers

B. Trademark Registration No. (s)

2244395

See Schedule B

Yes  No

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

Name: Karl S. Sawyer, Jr.

Internal Address: Kennedy Covington Lobdell &

Hickman, LLP

Bank of America Corporate Center, Suite 4200

Street Address: 100 N. Tryon St

City: Charlotte State: NC ZIP: 28202

6. Total number of applications and registrations involved:.....

13

7. Total fee (37 CFR 3.41):.....\$ \$340.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

18-1215

DO NOT USE THIS SPACE

06/26/2002 DBYRNE 00000070 76187705

01 FC:481 40.00 OP  
02 FC:482 300.00 OP

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.

Karl S. Sawyer, Jr.

Name of Person Signing

*Karl S. Sawyer*

Signature

June 20, 2002

Date

9

Total number of pages including cover sheet, attachments, and

**Schedule B**  
**to**  
**Assignment of Security Interest**  
**in United States Patents and Trademarks**

**VERIDIAN INFORMATION SOLUTIONS, INC.**

1. Registration No: 2244395  
Serial No: 75392329  
05/11/99  
TRIDENT DATA SYSTEMS
  
2. Registration No: 2233238  
Serial No: 75216227  
03/23/99  
MRJ TECHNOLOGY SOLUTIONS
  
3. Registration No: 2188839  
Serial No: 75216678  
09/15/98  
MRJ TECHNOLOGY SOLUTIONS
  
4. Registration No: 2017467  
Serial No: 75017665  
11/19/96  
GTAC
  
5. Registration No: 2040894  
Serial No: 74474786  
02/25/97  
SOCR SYMBOLIC OCR

6. Registration No: 1977545  
Serial No: 74433643  
06/04/96  
SOFTBOOK
  
7. Registration No: 2509655  
Serial No: 76160601  
11/20/01  
EQUIENT
  
8. Registration No: Pending  
Serial Nos: 76187705; 76187706  
01/02/01 (Filing Date)  
VERIFIDES
  
9. Registration No: 2559180  
Serial No: 75496542  
04/09/02  
TNE
  
10. Registration No: 2244396  
Serial No: 75392377  
05/11/99  
TRIDENT INFORMATION PROTECTION TOOLBOX
  
11. Registration No: Pending  
Serial No: 76354723  
05/11/99 (Filing Date)  
AJCOM Advanced Joint Command Operations Model
  
12. Registration No: Pending  
Serial No: 76354724  
12/21/01 (Filing Date)  
COTEAM COMBINED OPERATIONS, TRAINING, EXPERIMENTATION &  
ANALYSIS MODEL

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

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, VERIDIAN INFORMATION SOLUTIONS, INC., a California corporation (the "Assignor"), having its chief executive office at 10560 Arrowhead Drive, Fairfax, Virginia 22030, hereby assigns and grants to WACHOVIA BANK, NATIONAL ASSOCIATION, with offices at 301 South College Street, 5<sup>th</sup> Floor, Charlotte, North Carolina 28288-0760, a security interest in all of the Assignor's right, title and interest in, to and under the following (all of the following items or types or property being herein collectively referred to as the "Patent and Trademark Collateral"), whether presently existing or hereafter arising or acquired:

(i) each Patent and Patent application of the Assignor, including each Patent and Patent application referred to on Schedule A hereto;

(ii) each Trademark, Trademark registration and Trademark application, and all of the goodwill of the business connected with the use of, and symbolized by, each Trademark, Trademark registration and Trademark application of the Assignor, including each Trademark, Trademark Registration and Trademark Application referred to in Schedule B hereto;

(iii) all products and proceeds of the foregoing, including any claim by the Assignor against third parties for past, present or future infringement of any Patent, or past, present or future infringement or dilution of any Trademark or Trademark registration, including any Patent or Trademark listed on Schedule A or Schedule B hereto, as applicable, or under any Patent or Trademark licensed under any Patent License or Trademark License, including any such License listed on Schedule A or Schedule B hereto, as applicable, or for injury to the goodwill associated with any Trademark, Trademark registration or Trademark License.

THIS ASSIGNMENT shall have an effective date as of June 10<sup>th</sup>, 2002.

THIS ASSIGNMENT has been granted in conjunction with the security interest granted to the Assignee under the Collateral Agreement, dated as of June 10, 2002 by and among Veridian Corporation, certain of its Subsidiaries party thereto, including the Assignor and the Assignee (as amended, restated, modified, or supplemented from time to time, the "Collateral Agreement"). Capitalized terms used herein but not defined herein shall have the meaning assigned to them in the Collateral Agreement. The rights and remedies of the Assignee with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Collateral Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Assignment are deemed to conflict with the Collateral Agreement, the provisions of the Collateral Agreement shall govern.

[SIGNATURE PAGES FOLLOW]

2062238.01  
LIB: CH

**TRADEMARK  
REEL: 2532 FRAME: 0467**

IN WITNESS WHEREOF, the undersigned have executed this Assignment as of the 10th day of June, 2002.

VERIDIAN INFORMATION SOLUTIONS, INC.,  
as Assignor

By: James P. Allen  
Name: James P. Allen  
Title: Sr. Vice President and Chief Financial Officer

STATE OF Virginia  
COUNTY OF Arlington

The foregoing instrument was acknowledged before me this 10th day of June, 2002 by James P. Allen, as Sr. Vice President of VERIDIAN INFORMATION SOLUTIONS, INC., a California corporation, on behalf of VERIDIAN INFORMATION SOLUTIONS, INC.

[NOTARY SEAL]

P. H. Verdier  
Notary Public

My commission expires: July 31, 2002

WACHOVIA BANK, NATIONAL  
ASSOCIATION, as Assignee

By: Scott Santa Cruz  
Name: Scott Santa Cruz  
Title: Director

STATE OF North Carolina

COUNTY OF Mecklenburg

The foregoing instrument was acknowledged before me this 28 day of May,  
2002 by Scott Santa Cruz as Director of WACHOVIA BANK,  
NATIONAL ASSOCIATION, a national banking association, on behalf of WACHOVIA  
BANK, NATIONAL ASSOCIATION.

[NOTARY SEAL]

Louinda Gail Horn  
Notary Public

My commission expires: Feb 14, 2005

**Schedule A**  
**to**  
**Assignment of Security Interest**  
**in United States Patents and Trademarks**

**VERIDIAN INFORMATION SOLUTIONS, INC.**

1. US6314409  
11/6/01  
System for controlling access and distribution of digital property.  
Veridian Information Solutions, Inc.
  
2. US5933498  
08/03/99  
System for controlling access and distribution of digital property  
Veridian Information Solutions, Inc.
  
3. US5583995  
12/10/96  
Apparatus and method for data storage and retrieval using bandwidth allocation  
Veridian Information Solutions, Inc.
  
4. US5414771  
05/09/95  
System and method for the creation of random sequences and for the cryptographic  
protection of communications  
Veridian Information Solutions, Inc.

**Schedule B**  
**to**  
**Assignment of Security Interest**  
**in United States Patents and Trademarks**

**VERIDIAN INFORMATION SOLUTIONS, INC.**

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Serial No: 75392329  
05/11/99  
TRIDENT DATA SYSTEMS  
Trident Data Systems, Inc. <sup>1</sup>
2. Registration No: 2233238  
Serial No: 75216227  
03/23/99  
MRJ TECHNOLOGY SOLUTIONS  
MRJ, Inc. <sup>2</sup>
3. Registration No: 2188839  
Serial No: 75216678  
09/15/98  
MRJ TECHNOLOGY SOLUTIONS  
MRJ, Inc.
4. Registration No: 2017467  
Serial No: 75017665  
11/19/96  
GTAC  
MRJ, Inc.
5. Registration No: 2040894  
Serial No: 74474786  
02/25/97  
SOCR SYMBOLIC OCR  
MRJ, Inc.

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<sup>1</sup> Trident Data Systems, Inc. was renamed Veridian Information Solutions, Inc. on April 7, 2000.

<sup>2</sup> MRJ, Inc. merged into Trident Data Systems, Inc. on April 7, 2000. Trident Data Systems, Inc. was renamed Veridian Information Solutions, Inc. on April 7, 2000.



6. Registration No: 1977545  
Serial No: 74433643  
06/04/96  
SOFTBOOK  
MRJ, Inc.
7. Registration No: 2509655  
Serial No: 76160601  
11/20/01  
EQUIENT  
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