

02-04-2002

FORM PTO-1595

1-31-92



101969056

COVER SHEET
ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

1.2902

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

1. Name of conveying party(ies):
Listenpoint, Inc.

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

2. Name and address of receiving party(ies):
Name: **Silicon Valley Bank**
Internal Address: **HA155**

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: **10/31/01**

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 trademark number(s):
If this document is being filed together with a new application, the execution date of the application is:

A. Trademark Application No.(s) 75/923,766 75/923,752	B. Trademark No.(s)

Additional numbers attached? Yes No

JAN 29 2002

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: **Silicon Valley Bank**
Internal Address: **Loan Documentation HA155**

Street Address: **3003 Tasman Dr.**
City: **Santa Clara** State: **Ca** ZIP: **95054**

6. Total number of applications and trademark involved: **2**

7. Total fee (37 CFR 3.41): **\$65.000**
 Enclosed
 Authorized to be charged to deposit account

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

DO NOT USE THIS SPACE

02/01/2002 LMUELLER 00000187 75923766
01 FC:481 40.00 DP
02 FC:482 25.00 DP

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.

Maribel Arteaga
Name of Person Signing

Maribel Arteaga
Signature

12/31/01
Date

Total number of pages comprising cover sheet: **6**

OMB No 0651 -0011 (exp 4/94)

TRADEMARK
REEL: 002436 FRAME: 0335

INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement dated October 31, 2001 is between SILICON VALLEY BANK ("Bank") and LISTENPOINT, INC., a Delaware corporation ("Grantor").

RECITALS

A. Bank will make advances to Grantor ("Loans") as described in the Loan and Security Agreement executed concurrently herewith (the "Loan Agreement"), but only if Grantor grants Bank a security interest in its Copyrights, Trademarks, Patents and Mask Works.

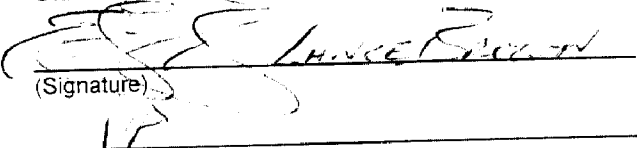
B. Grantor has granted Bank a security interest in all of its right, title and interest, presently existing or later acquired to all the Collateral.

AGREEMENT

Grantor grants Bank a security interest in all of its right, title and interest in its Intellectual Property Collateral (such as the Copyrights, Patents, Trademarks and Mask Works listed on Schedules A, B, C, and D), and all proceeds (such as license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements rights throughout the world and all re-issues, divisions continuations, renewals, extensions and continuations-in-part.

This security interest is granted in conjunction with the security interest granted under the Loan Agreement. Bank's rights and remedies in the security interest are in addition to those in the Loan Agreement and the other Loan Documents, and those available in law or equity. Bank's rights powers and interests are cumulative with every right, power or remedy provided here. Bank's exercise its rights, powers or remedies in this Agreement, the Loan Agreement or any other Loan Document, does not preclude the simultaneous or later exercise of any or all other right, power or remedy.

SILICON VALLEY BANK


(Signature)

(Title)

LISTENPOINT, INC.


(Signature)


(Title)

EXHIBIT A

Copyrights

Description

Registration/
Application
Number

Registration/
Application
Date

None

EXHIBIT B

Patents

Description

Registration/
Application
Number

Registration/
Application
Date

None

EXHIBIT C

Trademarks

Description

Registration/
Application
Number

Registration/
Application
Date

LISTENPOINT (CLASS 4)
COMPUTER SOFTWARE FOR SOLIDIFYING,
COLLECTING, SORTING, AND REPORTING
CUSTOMER FEEDBACK
LISTENPOINT (CLASS 35)
ON CUSTOMER FEEDBACK

75/723766 2-27-2001

LISTENPOINT (CLASS 35)
COMPUTER BASED MARKET RESEARCH
AND ANALYSIS, NAMELY COLLECTING,
ANALYZING, AND REPORTING ON DATA
OBTAINED THROUGH CUSTOMER SATISFACTION
SURVEYS

75/723752 9-18-2001

EXHIBIT D

Mask Works

Description

Registration/
Application
Number

Registration/
Application
Date

None