

RE
T

03-10-2003



To the Honorable Commissioner of Patents

102385568

original documents or copy thereof

1. Name of conveying party(ies):

2-21-03

ADexact Corporation
ADexact Holdings Corp.
ADexact Licensing Corp.
ADexact Inc.

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation-State Ontario, Canada
- Other

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

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other

Execution Date: February 20, 2003

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

Name: Royal Bank of Canada

Internal Address:

Street Address: Royal Bank Plaza, North Tower, 200 Bay Street, 4th Floor

City: Toronto State: ON ZIP: M5J 2W7

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

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 trademark number(s):

A. Trademark Application No.(s):

~~75/790,665~~ 76/264,256
76/268,633 76/264,255

B. Trademark No.(s):

Additional numbers attached? Yes No

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

Name: D. Michael Bean
Internal Address: GOWLING LAFLEUR HENDERSON LLP
Street Address: 50 Queen Street North
Suite 1020
Kitchener, Ontario
Canada N2H 6M2

6. Total number of applications and registrations involved:

4

7. Total fee (37 CFR 3.41) \$115.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 501613

03/07/2003 LMIJELER 00000238 501613 75790665

DO NOT USE THIS SPACE

01 FC:0521 40.00 CH
02 FC:0522 75.00 CH

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.

D. Michael Bean
Name of Person Signing

Signature

February 20, 2003
Date

Total number of pages comprising cover sheet: 1

CONFIRMATION OF GRANT OF SECURITY INTEREST

This will confirm that, pursuant to those certain general security agreements, each dated of even date hereof (the "Agreements") by and between each of ADexact Holdings Corp. ("Holdings"), whose full postal address is 1209 Orange Street, Corporation Trust Center, Wilmington, Delaware; ADexact Licencing Corp. ("Licencing"), whose full postal address is 1209 Orange Street, Corporation Trust Center, Wilmington, Delaware; ADexact Inc. ("Inc."), whose full postal address is 1209 Orange Street, Corporation Trust Center, Wilmington, Delaware and ADexact Corporation (the "Corporation"), whose full postal address is 101 Frederick Street, Suite 702, Kitchener, Ontario, N2H 6R2, and the Royal Bank of Canada ("RBC"), whose full postal address is Royal Bank Plaza, North Tower, 200 Bay Street, 4th Floor, Toronto, Ontario, M5J 2W7, and for good and valuable consideration, the receipt and sufficiency of which are hereby confirmed and acknowledged, each of the Corporation, Inc., Holdings and Licencing hereby confirms that it has granted to RBC a security interest, lien and charge in all of such party's right, title and interest in and to its respective intellectual property, including the intellectual property listed on the Schedule attached hereto (including, without limitation, the patents and trade-marks and patent and trade-mark applications listed therein, and in and to any and all continuations, continuations-in-part, updates, developments, divisions, reissues and re-examinations which issue therefrom), the same to be held and enjoyed by RBC strictly subject to the terms and provisions of the Agreement.

EXECUTED at Kitchener, Ontario, this 20th day of February, 2003.

ADEXACT CORPORATION

per: [Signature]
Name: BRAD ANDERSON
Title: PRESIDENT/CEO

I have authority to bind the Corporation

ADEXACT HOLDINGS CORP.

per: [Signature]
Name: BRAD ANDERSON
Title: PRESIDENT/CEO

I have authority to bind the Corporation

ADEXACT LICENCING CORP.

per: [Signature]
Name: BRAD ANDERSON
Title: PRESIDENT/CEO

I have authority to bind the Corporation

ADEXACT INC.

per: [Signature]
Name: BRAD ANDERSON
Title: PRESIDENT/CEO

I have authority to bind the Corporation

SCHEDULE "A"

Patents:

ADexact Corporation

Title	Country	Status	Serial No.	Renewal Deadline
Method and System for Automated Reporting in a Communications Network	United States	Pending	09/991,565	
Method and System for Automated Reporting in a Communications Network	Canada	Pending	2,363,521	2003/11/20
Method and System for Automated Reporting in a Communications Network	PCT	Pending	PCT/CA01/01599	
Method and System for Targeted Advertising	Canada	Pending	2,323,166	2002/10/13
Method and System for Targeted Advertising	United States	Pending	09/687,449	
Method and System for Targeted Content Delivery, Presentation, Management, And Reporting	Canada	Pending	2,363,355	2003/11/20
Method and System for Targeted Content Delivery, Presentation, Management and Reporting	United States	Pending	09/991,566	
Method and System for Targeted Content Delivery, Presentation, Management and Reporting	PCT	Pending	PCT/CA01/01598	
Method and System for Targeted Content Presentation	Canada	Pending	2,363,432	2003/11/20
Method and System for Targeted Content Presentation	United States	Pending	09/991,525	
Method and System for Targeted Content Presentation	PCT	Pending	PCT/CA01/01594	
Method and System for Dataflow Management in a Communications Network	Canada	Pending	2,363,341	2003/11/20
Method and System for Dataflow Management in a Communications Network	United States	Pending	09/991,563	
Method and System for Dataflow Management in a Communications Network	PCT	Pending	PCT/CA01/01595	

Trade-Marks:

ADexact Corporation

Country	Trade-mark	Filing Date	Serial No.	Status
Canada	ADEXACT	1999/08/13	1,025,690	Issued 2001/02/05 Reg. No. TMA540,764
Canada	ADEXACT Design	2001/04/26	1,101,282	Awaiting Examination
Canada	ADEXACT Design (Colour)	2001/04/26	1,101,283	Awaiting Examination
Canada	TARGET YOUR MESSAGE LIKE NEVER BEFORE	2001/05/04	1,102,076	Awaiting Examination
European Community	ADEXACT	2000/02/10	1509470	Issued 2001/03/26 Reg. No. 1509470

European Community	TARGET YOUR MESSAGE LIKE NEVER BEFORE	2001/11/01	2441053	Awaiting Examination
United States	ADEXACT	1999/09/02	75/790,665	Allowed
United States	ADEXACT Design	2001/06/08	76/268,633	Approved for publication
United States	ADEXACT Design (colour)	2001/05/31	76/264,256	Approved for publication
United States	TARGET YOUR MESSAGE LIKE NEVER BEFORE	2001/05/31	76/264,255	Approved for publication

ODMAN\CDOCS\WAT_LAW\73056\1