

1/25/05



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To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

<p><b>1. Name of conveying party(ies)/Execution Date(s):</b> Docutek Information Systems, Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation-State Delaware  <input type="checkbox"/> Other _____</p> <p>Citizenship (see guidelines) _____  Execution Date(s) <u>January 13, 2005</u>  Additional names of conveying parties attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p><b>2. Name and address of receiving party(ies)</b> <input type="checkbox"/> Yes  Additional names, addresses, or citizenship attached? <input checked="" type="checkbox"/> No</p> <p>Name: <u>BNP Paribas</u>  Internal _____  Address: _____  Street Address: <u>787 Seventh Avenue</u>  City: <u>New York</u>  State: <u>New York</u>  Country: <u>USA</u> Zip <u>10019</u></p> <p><input type="checkbox"/> Association Citizenship _____  <input type="checkbox"/> General Partnership Citizenship _____  <input type="checkbox"/> Limited Partnership Citizenship _____  <input type="checkbox"/> Corporation Citizenship _____  <input checked="" type="checkbox"/> Other Collateral Agent Citizenship _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No  (Designations must be a separate document from assignment)</p>
<p><b>3. Nature of conveyance</b></p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger  <input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name  <input type="checkbox"/> Other _____</p>	

<p><b>4. Application number(s) or registration number(s) and identification or description of the Trademark.</b></p>	
<p>A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s) SEE ATTACHED SCHEDULE A</p>
<p style="text-align: right;">Additional sheet(s) attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>	

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

<p><b>5. Name &amp; address of party to whom correspondence concerning document should be mailed:</b></p> <p>Name: <u>Meredith Schorr</u>  Internal Address: <u>c/o White &amp; Case LLP</u>  Street Address: <u>1155 Avenue of the Americas</u>  City: <u>New York</u>  State: <u>New York</u> Zip <u>10036</u>  Phone Number: <u>(212) 819-8200</u>  Fax Number: <u>2120354-8113</u>  Email Address: _____</p>	<p><b>6. Total number of applications and registrations involved:</b> <span style="border: 1px solid black; padding: 2px;">9</span></p> <p><b>7. Total fee (37 CFR 2.6(b)(6) &amp; 3.41) \$240</b>  <input type="checkbox"/> Authorized to be charged by credit card  <input checked="" type="checkbox"/> Authorized to be charged to deposit account  <input checked="" type="checkbox"/> Enclosed</p> <p><b>8. Payment Information:</b>  a. Credit Card Last 4 Numbers _____  Expiration Date _____  b. Deposit Account Number <u>23-1705</u>  Authorized User Name <u>Meredith Schorr</u></p>
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**9. Signature:** *Meredith Schorr* Date 1/25/05  
Signature Date

Meredith Schorr Name of Person Signing Total number of pages including cover sheet, attachments, and document: 8

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria VA 22313-1450

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01 FC:8521  
02 FC:8522

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SCHEDULE A

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
DOCUTEK	2,651,435	11/19/2002
ERES	2,701,663	4/1/2003
DOCUTEK.COM	2,723,010	6/10/2003
DOCUTEK ATSCHOOL	2,780,125	11/4/2003
DOCUFAX	2,740,956	7/29/2003
DOCUTEK ERES	2,831,919	4/13/2004
MAKING ONLINE LEARNING SIMPLE	2,844,708	5/25/2004
VRLPLUS	2,850,738	6/8/2004
DOCULIB	2,723,041	6/10/2003

GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which is hereby acknowledged, Docutek Information Systems, Inc. (the "Grantor"), a Delaware corporation with principal offices at 1660 S. Amphlett Boulevard, San Mateo, California 94402, hereby assigns and grants to BNP Paribas, as Collateral Agent (the "Grantee"), with principal offices at 787 Seventh Avenue, New York, New York 10019, 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 Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks 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 August 29, 2001 (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 execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Marks 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

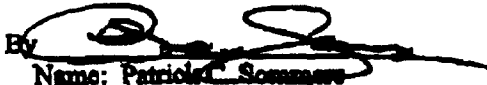
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Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

**[Remainder of this page intentionally left blank; signature page follows.]**

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the 13th day of January, 2005.

DOCUTEK INFORMATION SYSTEMS, INC., as Grantor

By   
Name: Patricia C. Scanzano  
Title: President

BNP PARIBAS,  
as Collateral Agent and Grantee

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

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

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the 13th day  
of January, 2005.

DOCUTEK INFORMATION SYSTEMS, INC., as  
Grantor

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

BNP PARIBAS,  
as Collateral Agent and Grantee

By P/d de Filippis  
Name: PJ de FILIPPIS  
Title: MANAGING DIRECTOR

By C Scherer  
Name: CECILE SCHERER  
Title: Director  
Merchant Banking Group

Trademark Signature Page

(10) 512952 2101A181K

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BNP PARIBAS

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TRADEMARK  
REEL: 003111 FRAME: 0618

STATE OF Alabama )  
COUNTY OF Madison ) ss.:

On this 13th day of January, 2005, before me personally came PATRICK C. SUMMERS who, being by me duly sworn, did state as follows: that [s]he is President of Docutek Information Systems, Inc., that [s]he is authorized to execute the foregoing Grant on behalf of said corporation and that [s]he did so by authority of the Board of Directors of said corporation.

Kimberly Smith  
Notary Public 7-1-06



Trademark Signature Page

NEW YORK 400634 (20)

STATE OF New York )  
COUNTY OF New York ) ss:

On this 13th day of January, 2005, before me personally came Leate Scherer who, being by me duly sworn, did state as follows: that [s]he is Director of BNP Paribas, that [s]he is authorized to execute the foregoing Grant on behalf of said corporation and that [s]he did so by authority of the Board of Directors of said corporation.

Ann Marie Dass  
Notary Public

ANN MARIE DASS  
Notary Public, State of New York  
No. 61DA609859  
Qualified in Queens County  
Commission Expires: Sept. 15, 2007

Trademark Signature Paper

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BNP PARIBAS

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