

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Security Agreement

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
NER Data Products, Inc.		03/24/2006	CORPORATION: NEW JERSEY

**RECEIVING PARTY DATA**

Name:	Wachovia Bank, National Association
Street Address:	One South Broad Street
Internal Address:	PA-4812
City:	Philadelphia
State/Country:	PENNSYLVANIA
Postal Code:	19103-7098
Entity Type:	National Association: UNITED STATES

**PROPERTY NUMBERS Total: 16**

Property Type	Number	Word Mark
Registration Number:	2960127	R3
Registration Number:	2692595	SMRTNET
Registration Number:	2706484	GLIDEAWAY
Registration Number:	2699793	SMRTSYSTEM
Registration Number:	2702033	PAR-A-GON
Registration Number:	2018833	SAM
Registration Number:	2580508	QWIKSCAN
Registration Number:	2256165	PROJECT RECLAIM
Registration Number:	1439126	PRINTER'S CHOICE PC
Serial Number:	78791464	NER
Serial Number:	78791047	NER
Serial Number:	78791046	NER
Serial Number:	78791044	NER

CH \$415.00 2960127

Serial Number:	78791040	NER
Serial Number:	78791038	NER
Serial Number:	78789123	PRINT4

**CORRESPONDENCE DATA**

Fax Number: (215)564-8120  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 215-564-8707  
Email: kgibson@stradley.com  
Correspondent Name: Joel C. Trotter, Esquire  
Address Line 1: 2600 One Commerce Square  
Address Line 2: Stradley Ronon Stevens & Young, LLP  
Address Line 4: Philadelphia, PENNSYLVANIA 19103-7098

ATTORNEY DOCKET NUMBER:	111415-0011
NAME OF SUBMITTER:	Joel C. Trotter, Esquire
Signature:	/Joel C. Trotter/
Date:	04/03/2006

Total Attachments: 4  
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Security Agreement

Trademarks

WHEREAS, NER DATA PRODUCTS, INC., a New Jersey corporation (herein referred to as "NER"), has adopted, used and is using the trademarks and service marks listed in Schedule A attached hereto and made a part hereof, which trademarks and service marks are registered or pending registration in the United States Patent and Trademark Office, and has adopted, used and is using the common law trademarks, service marks and trade names listed in Schedule B attached hereto and made a part hereof (collectively, the "Trademarks");

WHEREAS, NER is obligated to WACHOVIA BANK, NATIONAL ASSOCIATION, a national banking association (herein referred to as "Lender"), and has entered into an Intellectual Property Security Agreement dated the date hereof (the "IP Agreement") in favor of Lender;

WHEREAS, pursuant to the IP Agreement, NER has granted to Lender a security interest in, and mortgage on, all right, title and interest of NER in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof, all as more fully described in the IP Agreement (the "Collateral"), to secure the payment, performance and observance of the Obligations, as defined in the IP Agreement; and

WHEREAS, this Agreement does not supersede, amend, modify, revise or limit the IP Agreement, and is intended to supplement the IP Agreement and evidence and perfect Lender's security interest in the Collateral.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, NER does hereby further grant to Lender a security interest in, and mortgage on, the Collateral to secure the prompt payment, performance and observance of the Obligations.

NER does hereby further acknowledge and affirm that the rights and remedies of Lender with respect to the assignment of, security interest in and mortgage on the Collateral made and granted hereby are more fully set forth in the IP Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

Lender's address is One South Broad Street, PA-4812, Philadelphia, Pennsylvania 19107.

IN WITNESS WHEREOF, NER has caused this Agreement to be duly executed by its duly authorized officer as of the 24<sup>th</sup> day of March, 2006.

NER DATA PRODUCTS, INC.

By: \_\_\_\_\_

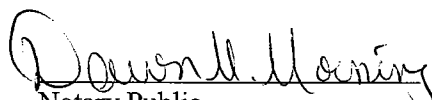
Name: Stephen F. Oatway

Title: President

STATE OF NEW JERSEY :  
: ss.  
COUNTY OF CAMDEN :

Before me, a notary public, in and for the State and County aforesaid, on this 24<sup>th</sup> day of March, 2006, personally appeared Stephen F. Oatway, who acknowledged him/herself to be the President of NER Data Products, Inc., who having first executed the foregoing instrument in my presence and having been by me first duly sworn, did acknowledge the foregoing instrument as his/her free deed and act, signed, sealed and delivered by her on the purposes herein stated and intending to be legally bound thereby.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

  
Notary Public

DAWN M. MORNING  
NOTARY PUBLIC OF NEW JERSEY  
Commission Expires 1/3/2010



SCHEDULE A

U.S. Registered Trademarks

<b>Trademark</b>	<b>Registration No.</b>	<b>Registration Date</b>	<b>Owner</b>	<b>Status</b>
R3	2960127	6/7/05	NER Data Products, Inc.	Live
SMRTNET	2692595	3/4/03	NER Data Products, Inc.	Live
GLIDEAWAY	2706484	4/15/03	NER Data Products, Inc.	Live
SMRTSYSTEM	2699793	3/25/03	NER Data Products, Inc.	Live
PAR-A-GON	2702033	4/1/03	NER Data Products, Inc.	Live
SAM	2018833	11/26/96	NER Data Products, Inc.	Live
QWIKSCAN	2580508	6/18/02	NER Data Products, Inc.	Live
PROJECT RECLAIM	2256165	6/29/99	NER Data Products, Inc.	Live
PRINTER'S CHOICE PC	1439126	5/12/87	NER Data Products, Inc.	Live

U.S. Pending Applications

<b>Trademark</b>	<b>Serial No.</b>	<b>Filing Date</b>	<b>Owner</b>	<b>Status</b>
NER	78791464	1/13/06	NER Data Products, Inc.	Live
NER	78791047	1/13/06	NER Data Products, Inc.	Live
NER	78791046	1/13/06	NER Data Products, Inc.	Live
NER	78791044	1/13/06	NER Data Products, Inc.	Live
NER	78791040	1/13/06	NER Data Products, Inc.	Live
NER	78791038	1/13/06	NER Data Products, Inc.	Live
PRINT4	78789123	1/11/06	NER Data Products, Inc.	Live

SCHEDULE B

U.S. Common Law Trademarks/Service Marks

<u>Trademark/Service Marks</u>	<u>Date of First Use</u>	<u>Comment</u>
None.		

Common Law Trade Names

<u>Trade Name</u>	<u>Date of First Use</u>	<u>Comment</u>
None.		