

176677

NOTICE OF FILED SECURITY INSTRUMENT  
AGAINST TRANSMITTING UTILITY AND TELEPHONE COMPANY

THIS NOTICE IS PRESENTED TO A FILING OFFICER FOR FILING PURSUANT TO THE UNIFORM  
COMMERCIAL CODE AND SECTIONS 105.010 THROUGH 105.080 NRS

DEBTOR'S NAME COREEXPRESS, INC.  
AND ADDRESS: 12655 Olive Blvd.  
St. Louis, Missouri 63141

Federal Tax I.D. # 43-1857112

SECURED PARTY'S NORTEL NETWORKS INC., as Administrative Agent<sup>1</sup>  
NAME AND ADDRESS: 2221 Lakeside Blvd.  
Richardson, Texas 75082-4399

Federal Tax I.D. # 04-2486332

FOR FILING OFFICER: Eureka County, Nevada (Utility Filing)

Reference is made to certain Pledge and Security Agreement dated as of January 19, 2000, among CoreExpress, Inc. (the "Borrower") and Secured Party (the "Security Agreement"), wherein, as collateral security for the prompt payment and performance in full when due of the obligations of the Debtor thereunder, the Debtor pledged and assigned (as collateral) to the Secured Party, and granted to the Secured Party a continuing lien on and security interest in, all of Debtor's right, title and interest in and to its Collateral (as such term is defined in the Security Agreement), including, without limitation, personal property (as such term is defined in the Uniform Commercial Code in effect in Nevada), whether now owned or hereafter acquired and wherever located.

In accordance with Section 105.030 NRS, an original copy of the executed and acknowledged Security Agreement was filed and recorded with the Nevada Secretary of State as follows:

Date Filed: June 1, 2001

File Number: UTIL 11 - 8

Pursuant to Sections 105.01 and 105.050 NRS, this Notice shall serve as notice to the world of the nature of the Security Agreement, the date thereof, the names of the parties thereto and the date the Security Agreement was filed with the Nevada Secretary of State. This Notice is to be filed for record in the real estate records. The terms, provisions, conditions and descriptions of Security Agreement are hereby incorporated by reference into this notice.

DEBTOR:

COREEXPRESS, INC.

By: [Signature]  
Name: VP - FIN  
Title: PEGGY GIMINETTE

SECURED PARTY:

NORTEL NETWORKS INC., as Administrative Agent

By: [Signature]  
Name: Paul D. Day  
Title: VP, Customer Finance

<sup>1</sup> for itself as a lender and the other Lenders which are or may become parties to that certain Credit Agreement dated as of January 19, 2000 by among CoreExpress, Inc., the Lenders named therein, and Nortel Networks Inc., as Administrative Agent for such Lenders, as such Credit Agreement may be amended, modified, supplemented or restated from time to time.

STATE OF Illinois §  
COUNTY OF COOK §

This instrument was acknowledged before me on June 1, 2001, by Peggy Gaminetti, as VP-Finance & Admin of CoreExpress, Inc.



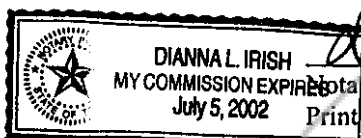
Lisa Schmitt  
Notary Public in and for the State of IL  
Print Name: LISA SCHMITT

My commission expires: 3/15/04

STATE OF TEXAS §  
COUNTY OF DALLAS §

This instrument was acknowledged before me on MAY 16, 2001, by PAUL D. DAY, as VP CUSTOMER SERVICE of Nai Networks Inc.

[SEAL]



Dianna L. Irish  
Notary Public in and for the State of TEXAS  
Print Name: DIANNA L. IRISH

My commission expires: 7/05

Return acknowledgment to:

★  
**Capitol Services, Inc.**  
P.O. Box 1831 Austin TX 78767  
800/345-4647

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OFFICIAL RECORDS  
RECORDED AT THE REQUEST  
Capitol Services, Inc.  
01 JUN 22 PM 3: 03

EUREKA COUNTY REVALUATION  
M.N. REBALEATI. RECORD  
FILE NO. FEES

**176677**

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