



## ASSIGNMENT

**WHEREAS**, ELECTRONIC DATA SYSTEMS CORPORATION, a Delaware corporation, having an address of 5400 Legacy Drive, Plano, Texas 75024 (hereafter "Assignor"), is the owner of certain trademark registrations, and copyright registrations in the United States of America, which are listed in Exhibit A attached hereto; and

**WHEREAS**, Assignor is the sole and exclusive owner of certain patent applications in countries foreign to the United States of America, which are listed in Exhibit B attached hereto; and

**WHEREAS**, Information Intellect, Inc., a Georgia corporation, having its principal place of business in Atlanta, Georgia (hereafter "Assignee"), desires to acquire all right, title and interest in and to the trademarks and copyrights set forth on Exhibit A, and in turn grant a nonexclusive license to Assignor as further set out below;

**NOW THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby sell, assign, transfer and set over to Assignee, all its right, title and interest in and to:

1) copyright registrations and trademark registrations, together with the goodwill of the business symbolized by such marks, in the United States of America listed on Exhibit A, the same to be held and enjoyed by Assignee for its own use and benefit, and for the use and benefit of its successors, assigns, or legal representatives, to the end of the term or terms for which such patents are or may be granted or reissued; and

2) all claims for damages by reason of past infringement of such trademarks and copyrights set forth on Exhibit A with the right to sue for and collect the same for its own use and benefit, and for the use and benefit of its successors, assigns, or other legal representatives.

A handwritten signature in black ink, appearing to be 'J. E. D.', located in the bottom right corner of the page.

IN WITNESS WHEREOF, the Assignor and its duly authorized representative has caused this Assignment to be executed on the date and in the capacity shown below.

ELECTRONIC DATA SYSTEMS CORPORATION  
By: [Signature]  
Its: President Utilities Industry  
Date: 9/30/97

STATE OF Georgia §  
COUNTY OF FULTON §  
§

On this 30th day of September, 1997, personally appeared before me William Grabbe, to me known and known to me to be the President Utilities Industry Electronic Data Systems Corporation, the Assignor above-named, and acknowledged that he executed the foregoing assignment on behalf of said Assignor and pursuant to authority duly received.

Patricia M. Wolfe  
Notary Public in and for the State of Georgia

PATRICIA M. WOLFE  
Printed Notary Name

My Commission Expires: 4-24-98

[Signature]  
724

EXHIBIT A

DOMESTIC REGISTRATIONS

MARK	CLASS	GOODS/SERVICES	REG. NO.	DATE REG.	EXPIRES
ACUFILE	09, 16	Computer software for use in tax planning and business forecasting by the electric and gas utilities Industry and user manuals sold as a unit; user reference and instruction manuals for use with computers	1,811,892	12/21/93	12/21/2003

COPYRIGHTS

	MATERIAL	COPYRIGHT DATE	REG. NO.
ACUFILE	Software program	06/19/95	TXu 680-671
ACUFILE TAX OVERVIEW AND DESCRIPTION	Software manual	06/19/95	TXu 680-672

TRADEMARK

REEL: 1727 FRAME: 0805

PAUL, HASTINGS, JANOFSKY & WALKER LLP

Commissioner of Patents & Trademarks  
May 13, 1998  
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Please do not hesitate to contact me at (404) 815-2290 if you have any questions regarding this matter.

Sincerely,  
  
L. Kent Webb  
for PAUL HASTINGS JANOFSKY & WALKER

Enclosures  
cc: Mr. Tom Wheeler