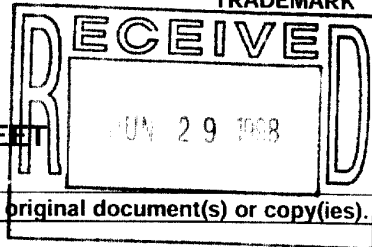


07-08-1998



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



MD 06-29-98

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment
 - License
 - Security Agreement
 - Nunc Pro Tunc Assignment
 - Merger
 - Change of Name
 - Other
- Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AK/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

- Individual
 - General Partnership
 - Limited Partnership
 - Corporation
 - Association
 - Other
 - Citizenship/State of Incorporation/Organization
- If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

07/07/1998 DCOATES 00000186 1991049

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40.00 OP

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20238

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1991049"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Name of Person Signing



Signature

Date Signed

ASSIGNMENT OF TRADEMARKS

This Assignment is effective October 9, 1997, by and between Datawatch Corporation ("Datawatch"), a Delaware corporation having an office at 234 Ballardvale Street, Wilmington, MA 01887, Pole Position Software GmbH ("Pole Position"), a German corporation having an office at Weingasse 26, 91077 Neunkirchen, Germany, and Dr Solomon's Software, Inc. ("Dr Solomon's"), a Massachusetts corporation having an office at 1 New England Executive Park, Burlington, MA 01803.

WHEREAS, pursuant to that certain Asset Purchase Agreement dated October 9, 1997, among Datawatch, Pole Position, and Dr Solomon's, Dr Solomon's purchased certain assets from Datawatch relating to computer software developed, marketed, and sold by Datawatch, including the trademarks attached hereto as Schedule A (the "Trademarks"); and

WHEREAS, Dr Solomon's desires to perfect its ownership interest in and to the Trademarks and the registrations therefor.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Datawatch and Pole Position hereby assign to

Dr Solomon's all right, title, and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks, and the registrations thereof.

Detwatch Corporation



By: Bruce Gardner
Title: President and CEO

Pole Position Software GmbH



By: Bruce Gardner
Title: Attorney-in-Fact

State of Massachusetts)

) or

County of Suffolk)

Before me this 19th day of March 1998, personally appeared Bruce, to
Gardner
me personally known to be the person described in and who executed the above instrument,
and who acknowledged to me that he executed the same of his own free will for the purposes
therein set forth.

Elizabeth A. Williams
Notary Public

AFFIX SEAL

My commission expires: 7/3/98

NYC214687

SCHEDULE A

<u>Trademark Name</u>	<u>Brief Description</u>	<u>Country</u>	<u>Status</u>	<u>Application #/ Filing Date</u>	<u>Registration #/ Date</u>
f. Virex*	Computer programs for detecting and/or treating viruses.	Australia	Registered (IC 9)	520,458/ 10/4/89	A520,458/ 3/20/92
h. Virex**	Computer programs for detecting and/or treating viruses.	Canada	Registered (IC 9)	642,344/ 10/8/91	381,162/ 3/8/91
3. Virex	Computer programs for detecting and/or treating viruses. Printed publications, instruction manuals relating to viruses and detection and/or treatment software	European Community	Pending (IC 9) (IC 16)	210,542/ 4/1/96	
4. Virex*	Computer programs for detecting and/or treating viruses.	France	Registered (IC 9)	158,889/ 10/4/89	1,569,284/ 10/4/89
5. Virex	Computer programs for detecting and/or treating viruses.	USA	Registered (IC 9)	73/766,519/ 11/30/88	1,548,110/ 7/18/89
6. NetOctopus†	Computer programs used for computer network systems management and administration. [Printed publications, instruction manuals relating to viruses and detection and/or treatment software.]	European Community	Pending (IC 9) (IC 16)	210,583/ 4/1/96	

SCHEDULE A (Continued)

<u>Trademark Name</u>	<u>Brief Description</u>	<u>Country</u>	<u>Status</u>	<u>Application #/ Filing Date</u>	<u>Registration #/ Date</u>
7. NetOctopus	Computer programs used for computer network systems management and administration.	USA	Registered (IC 9)	74/679,601/ 5/24/95	1,991,049/ 8/6/96
8. Dropsan	Computer program function to increase convenience of virus scanning.	European Community	Pending (IC 9)	603,126/ 8/20/97	
9. Dropsan	Computer program function to increase convenience of virus scanning.	USA	Pending (IC 9)	75/247,803/ 2/25/97	