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TRADEMARKS ONLY

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To the Honorable Commissioner of Patents and Trademarks:  
Please record the attached original document or copy thereof.

<p>1. Name of Party(ies) conveying an interest:</p> <p>American Telephone and Telegraph Company</p> <p><input type="checkbox"/> Individual(s)      <input type="checkbox"/> Association</p> <p><input type="checkbox"/> General Partnership      <input type="checkbox"/> Limited Partnership</p> <p><input checked="" type="checkbox"/> Corporation State <u>New York</u></p> <p><input type="checkbox"/> Other _____</p>	<p>2. Name and Address of Party(ies) receiving an interest:</p> <p>Name: <u>TONE SOFTWARE CORPORATION</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>1735 South Brookhurst</u></p> <p>City: <u>Anaheim</u></p> <p>State: <u>CA</u>      Zip: <u>92804</u></p> <p><input type="checkbox"/> Individual      <input type="checkbox"/> Association</p> <p><input type="checkbox"/> General Partnership      <input type="checkbox"/> Limited Partnership</p> <p><input checked="" type="checkbox"/> Corporation State: <u>California</u></p> <p><input type="checkbox"/> Other _____</p> <p>Citizenship _____</p> <p>If not domiciled in the United States, a domestic representative designation is attached:</p> <p><input type="checkbox"/> Yes      <input type="checkbox"/> No</p> <p>(The attached document must not be an assignment.)</p>
<p>3. Interest Conveyed:</p> <p><input checked="" type="checkbox"/> Assignment      <input type="checkbox"/> Change of Name</p> <p><input type="checkbox"/> Security Agreement      <input type="checkbox"/> Merger</p> <p><input type="checkbox"/> Other _____</p>	

4. Application number(s) or registration number(s).  
Additional sheet attached? [ ] Yes [X] No

<p>A. Trademark Application No. (s)</p>	<p>B. Trademark Registration No. (s)</p> <p>1,363,123</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>EDWARD N. BACHAND</u> <u>FLEHR HOHBACH TEST ALBRITTON &amp; HERBERT LLP</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>4 Embarcadero Center</u> <u>Suite 3400</u></p> <p>City: <u>San Francisco</u></p> <p>State: <u>CA</u>      Zip: <u>94111-4187</u></p>	<p>6. Number of applications and registrations involved: 1</p> <p>7. Amount of fee enclosed: 40.00</p>
<p>8. Deposit Account No. 06-1300 (Order No. TA-543-3/AJT/ENB)</p>	

DO NOT USE THIS SPACE

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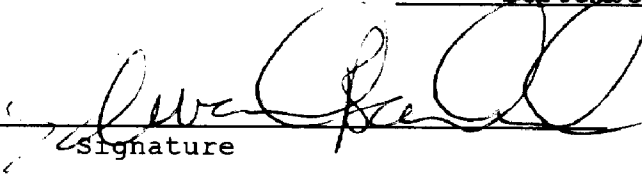
TRADEMARK  
REEL: 1812 FRAME: 0015

9. Date of execution of attached document September 20, 1998.

10. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on:

September 21, 1998

Date

  
Signature

EDWARD N. BACHAND, Reg. No. 37,085

Name of Person Signing

02/25/98 118646

TASSIGN.CVR

TRADEMARK ASSIGNMENT

WHEREAS, American Telephone and Telegraph Company, a corporation duly organized and existing under the laws of the State of New York, located and doing business at 550 Madison Avenue, New York, New York 10022, has adopted, used and is using the trademark COMPULERT for administrative and maintenance computer programs. The trademark is registered with the United States Patent and Trademark Office under Registration 1,363,123 dated October 1, 1985 for "computer programs." A copy of the Certificate of Registration is attached hereto, and

WHEREAS, Tone Software Corporation, a corporation organized and existing under the laws of the State of California, having a principal place of business at 1735 South Brookhurst Street, Anaheim, California 92804, is desirous of acquiring said mark, related good will and the registration thereof;

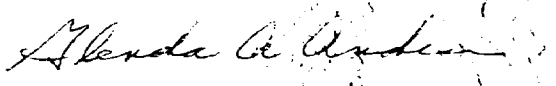
NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, said American Telephone and Telegraph Company does hereby assign unto Tone Software Corporation, all rights, title and interest in and to said trademark, the above-identified registration of the mark, and right to sue for past infringement of the mark.

AMERICAN TELEPHONE AND TELEGRAPH COMPANY



J. Kent Planck  
Vice President

United States of America )  
 )  
State of New York )  
 )  
County of New York )

SS: 

On this 6 day of February, 1992, before me appeared J. Kent Planck who signed this instrument, who acknowledges that he signed it as a free act on behalf of American Telephone and Telegraph Company.

GLEND A. ANDERSON  
ID # 2038456  
NOTARY PUBLIC OF NEW JERSEY  
My Commission Expires Dec. 16, 1992

Int. Cl.: 9

Prior U.S. Cl.: 38

United States Patent and Trademark Office

Reg. No. 1,363,123

Registered Oct. 1, 1985

TRADEMARK  
PRINCIPAL REGISTER

COMPULERT

AMERICAN TELEPHONE AND TELEGRAPH  
COMPANY (NEW YORK CORPORATION)  
350 MADISON AVENUE  
NEW YORK, NY 10022

FIRST USE 3-19-1985; IN COMMERCE  
3-19-1985

SER. NO. 532,469, FILED 4-15-1985.

FOR COMPUTER PROGRAMS, IN CLASS 9  
(U.S. CL. 38).

DONALD B. AIKEN, EXAMINING ATTORNEY

C3 #

*H/z/18/92*



No 1363123

THE UNITED STATES OF AMERICA

CERTIFICATE OF REGISTRATION

This is to certify that the records of the Patent and Trademark Office show that an application was filed in said Office for registration of the Mark shown herein, a copy of said Mark and pertinent data from the Application being annexed hereto and made a part hereof,

And there having been due compliance with the requirements of the law and with the regulations prescribed by the Commissioner of Patents and Trademarks,

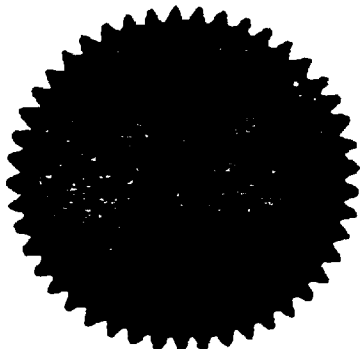
Upon examination, it appeared that the applicant was entitled to have said Mark registered under the Trademark Act of 1946, and the said Mark has been duly registered this day in the Patent and Trademark Office on the

PRINCIPAL REGISTER

to the registrant named herein.

This registration shall remain in force for Twenty Years unless sooner terminated as provided by law.

In Testimony Whereof I have hereunto set my hand and caused the seal of the Patent and Trademark Office to be affixed this first day of October, 1985.



C4H *Donald P. Higgins*

*10/2/85*

Commissioner of Patents and Trademarks, Designation

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Mark: COMPULERT  
Reg. No. 1,363,123  
Registered: October 1, 1985  
International Class No.: 9

**CERTIFICATE**

The undersigned, a duly executed office of Tone Software Corporation, a California corporation ("Tone"), hereby declares and states on behalf of Tone that attached as Exhibit A hereto is a true and correct copy of that certain Trademark Assignment dated February 6, 1992 executed by American Telephone and Telegraph Company, a New York corporation ("AT&T"), in favor of Tone under which AT&T assigns unto Tone all rights, title and interest in and to the referenced mark.

TONE SOFTWARE CORPORATION, a  
California corporation

Dated: September 20 1998

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

Name in Print: John W. Hutchison

Title: President

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