

12-02-1998



100912303

FORM COVER SHEET
RKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

MRD 11/20/98

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

1. Name of conveying party(ies):
International Business Machines Corporation

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State **New York**
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: **Accel Technologies, Inc.**
Internal Address: _____
Street Address: **6825 Flanders Drive**
City: **San Diego** State: **CA** Zip: **92121**

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State **California**
 Other _____

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: **November 11, 1998**

If assignee is not domiciled in the United States, a domestic representative designation is attached:
 Yes No

(Designations must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

Additional numbers attached? Yes No

B. Trademark registration No.(s)
1,668,390 **1,363,094** **1,373,142**

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: **Mr. Paul Jarrad**
Accel Technologies, Inc.

Address: **6825 Flanders Drive**
San Diego
City: _____ State: **CA** Zip: **92121**

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41): **\$90.00**
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
DA 090474
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

Jennifer D. Goff *Jennifer D. Goff* **11/18/98**
Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 1

NUNC PRO TUNC TRADEMARK ASSIGNMENT

Whereas International Business Machines Corporation, a New York corporation ("IBM"), as sole shareholder of Altium, Inc., a Delaware corporation now dissolved ("Altium"), is the owner of the below listed trademarks ("Trademarks"):

U.S. Registration No. 1,668,390 for P-CAD

U.S. Registration No. 1,363,094 for P-CAD and Design

U.S. Registration No. 1,373,142 for PERSONAL CAD SYSTEMS

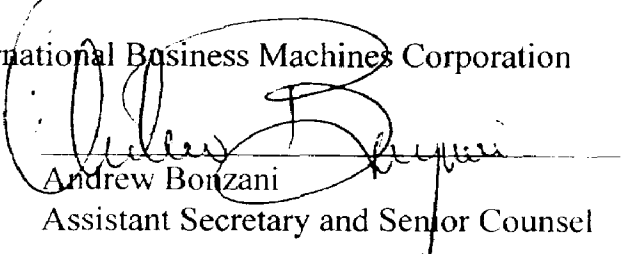
And whereas IBM desires to transfer ownership of the Trademarks to Accel Technologies, Inc., a California corporation ("Accel").

Now, therefore, for good and valuable consideration, the receipt of which is hereby acknowledged, IBM hereby assigns to Accel, in accordance with the terms of the "Transition Agreement between Altium, Inc. and ACCEL Technologies, Inc. dated as of February 28, 1995", all right, title and interest worldwide in and to the Trademarks together with the goodwill of the business symbolized by the Trademarks and any registrations and applications therefor, said assignment effective as of December 31, 1996.

Signed at Armonk, New York, this 11 day of November, 1998

International Business Machines Corporation

By:


Andrew Bonzani

Assistant Secretary and Senior Counsel