

12-07-1998

FORM PTO-1594
(Rev. 6-93)



100913515

FORM COVER SHEET
MARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

MEC 11-30-98

1. Name of conveying party(ies):
AVISTAR SYSTEMS, LIMITED PARTNERSHIP

: Individual(s) : Association
: General Partnership X: Limited Partnership
: Corporation-State
: Other _____

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

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

Execution Date: November 17, 1998

2. Name and address of receiving party(ies):
Name: Avistar Systems Corporation
Internal Address: _____
Street Address: 505 Hamilton Avenue, Suite 200
City: Palo Alto State: CA ZIP 94301

: Individual(s) citizenship _____
: Association _____
: General Partnership _____
: Limited Partnership _____
X Corporation-State Nevada
: Other _____

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

B. Trademark Registration No.(s)

See Schedule 1 to the attached "Assignment of Trademarks"

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Cooley Godward LLP
Internal Address: Attn: Susan Berney-Key, Esq.
Street Address: 5 Palo Alto Square
3000 El Camino Real
City: Palo Alto State: CA ZIP 94306-2155

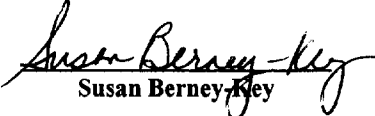
6. Total number of applications and registrations involved: Ten (10)

7. Total fee (37 CFR 3.41):..... \$ 265.00
X Enclosed
: Authorized to be charged to deposit account

8. Deposit account number:
03-3118 (for any underpayment or credit of any overpayment)
(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.

 November 23, 1998
Susan Berney-Key Date

Total number of pages including cover sheet, attachments, and document: **3**

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

12/04/1998 SBURMS 00000086 2167819
01 FC:481 40.00 OP
02 FC:482 225.00 OP

293787 v1/PA
6@_R011.DOC
112098

TRADEMARK
REEL: 1823 FRAME: 0263

ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT OF TRADEMARKS is made as of November 17, 1998 by and between AVISTAR SYSTEMS CORPORATION, a Nevada corporation ("Avistar") having a principal place of business at 505 Hamilton Avenue, Suite 200, Palo Alto, California 94301 and AVISTAR SYSTEMS, LIMITED PARTNERSHIP, a Nevada Limited Partnership, having its principal place of business 505 Hamilton Avenue, Suite 200, Palo Alto, California 94301 (the "Partnership").

WHEREAS, the Partnership is the owner of the trademarks set forth in Schedule 1 hereto (the "Trademarks"); and

WHEREAS, pursuant to a certain Acquisition Agreement entered into and effective as of December 31, 1997 Avistar acquired all the equity and profits interests in, and all liabilities and obligations of the Partnership; and

WHEREAS, the parties desire that all right, title and interest in, to and under said Trademarks be transferred to Avistar.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by the Partnership, the Partnership hereby assigns and transfers to Avistar all of its right, title and interest throughout the world in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks, and the registration thereof, together with the right to sue and recover damages for past, present and future infringements thereof and to stand in the place of the Partnership in all matters related thereto.

IN WITNESS WHEREOF, the parties hereto have caused this Assignment of Trademarks to be executed as of the day and year first written above.

AVISTAR SYSTEMS, LIMITED PARTNERSHIP

By: Michael G. Barsotti
Name: Chief Financial Officer - Collaborative 3 Aug 98
Title: MICHAEL G. BARSOTTI Genl Partner

AVISTAR SYSTEMS CORPORATION

By: Michael G. Barsotti
Name: MICHAEL G. BARSOTTI
Title: Chief Financial Officer

SCHEDULE 1
TO
ASSIGNMENT OF TRADEMARKS
BY
AVISTAR SYSTEMS, LIMITED PARTNERSHIP
TO
AVISTAR SYSTEMS CORPORATION

<u>Trademark</u>	<u>Reg. Number</u>	<u>Reg. Date</u>
AVISTAR SYSTEMS	2,167,819	June 23, 1998
AVISTAR AND "A" STAR LOGO DESIGN	1,983,723	July 2, 1996
AVISTAR AND "A" STAR LOGO DESIGN	1,951,392	January 23, 1996
AVISTAR DESIGN LOGO	1,985,256	July 9, 1996
AVISTAR DESIGN LOGO	1,960,117	March 5, 1996
SHAREBOARD	2,081,929	July 22, 1997
SIREN	2,064,692	May 27, 1997
SIREN	2,102,667	October 7, 1997
VIDEOLAN	1,996,265	August 20, 1996
WORLD ON THE DESKTOP	2,120,161	December 9, 1997