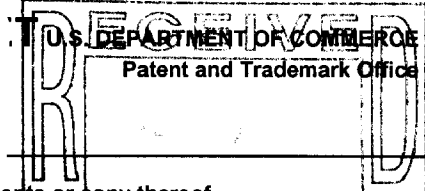


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06-02-1999



OMB No. 0651-0011 (exp. 4/94)

5.27.99



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

1. Name of conveying party(ies):

InterData Acs Corporation (formerly IGES Data Access Company)

- Individuals
- Association
- General Partnership
- Limited Partnership
- Corporation-State Illinois
- Other _____

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

2. Name and address of receiving party(ies):

Name: Spatial Technology Inc.

Internal Address: _____

Street Address: 2424 55th Steet, Suite 100

City: Boulder State: Colorado ZIP: 80301

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

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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other _____

Execution Date: December 31, 1998

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,106,931 2,084,226

Additional numbers attached? Yes No

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

Name: Eric H. Weimers

Internal Address: _____

Street Address: Jenner & Block

One IBM Plaza

City: Chicago State: IL ZIP: 60611

6. Total number of applications and registrations involved: _____

2

7. Total fee (37 CFR 3.41)..... \$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

10-0460

(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.

Eric H. Weimers
Name of Person Signing

Signature

May 25, 1999
Date

Total number of pages including cover sheet, attachments, and document: 4

SCHEDULE A

| <u>Mark</u> | <u>U.S. Registration No.</u> | <u>Registration Date</u> |
|-------------|------------------------------|--------------------------|
| INTRAVISION | 2,106,931 | 10/21/97 |
| CALSVIEW | 2,084,226 | 07/29/97 |
| VISIONSHARE | None | None |

ASSIGNMENT

WHEREAS, InterData Access Corporation, formerly known as IGES Data Access Company, an Illinois corporation with its principal place of business at 1127 South Manheim Road, Suite 305, Westchester, Illinois 60154 (hereinafter referred to as "Assignor"), is the owner of the trademarks and registrations therefor listed in Schedule A (hereinafter collectively referred to as the "Marks"), attached hereto, and;

WHEREAS, Spatial Technology Inc., a Delaware corporation with its principal place of business at 2425 55th Street, Suite 100, Boulder, Colorado 80301 (hereinafter referred to as "Assignee"), is desirous of acquiring said Marks together with the goodwill of the business with which the Marks are used and which is symbolized by the Marks, and any and all registrations and applications for registration of the Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by Assignor, said Assignor by these presents, sells, transfers, conveys and assigns unto said Assignee the entire right, title and interest in and to the Marks together with the goodwill of the business symbolized by the Marks and the above-identified registrations and applications for registration of the Marks.

EXECUTED effective the 31ST day of December, 1998.

INTERDATA ACCESS CORPORATION
f/k/a IGES Data Access Company

By: 

William Turcotte
President

STATE OF COLORADO)
) ss.
COUNTY OF BOULDER)

On this 19th day of May, 1999, before me appeared William Turcotte, the person who signed the foregoing Assignment, who acknowledged that he signed it as a free act on behalf of InterData Access Corporation, f/k/a IGES Data Analysis Company, for the purposes set forth herein.


Notary Public

My Commission Expires: April 28, 2002