

06-02-1999

FORM PTO-1594

RECORDATION FC



DEPARTMENT OF COMMERCE

(7/97) 5.25.99

TRADEMARK

101053516

Patent and Trademark Office

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

1. Name of conveying party(ies):
Sovereign Hill Software, Inc.
Entity: Delaware Corporation
Additional name(s) of conveying party(ies) attached?
 Yes No

2. Name and address of receiving party(ies):
Name: Dataware Technologies, Inc.
Address 222 Third Street
Cambridge, MA 02142

3. Nature of conveyance:
 Assignment Security Agreement Merger Change of Name
Other _____
Date: December 31, 1998

Entity: A Corporation of Delaware
If assignee is not domiciled in the United States, an appointment of domestic representative is attached: Yes No
Additional name(s) & address(es) attached: Yes No


4. Application or Registration number(s):
A. Trademark Application No.(s) 75/294,686
75/503,011
75/503,274
B: Trademark Registration No.(s) 1,721,648
Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Hill & Simpson, P.C.
Attn: Trademark Department
85th Floor-Sears Tower
Chicago, IL 60606
Att. Ref. No(s): R99,0742

6. Total number of trademark applications and registrations involved: 4
7. Total Fee (37 CFR 3.41) \$115.00
 Enclosed
 Any additional fees or credits are authorized to be charged to deposit account.
8. Deposit Account Number: 08-2290

05/28/1999 JS
01 FC:481
02 FC:482
HABAZZ 00000129 75294686
40.00 DP
100.00 DP

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.
Kevin W. Gynn  May 20, 1999
Name of Person Signing Signature Date
Name/Number: 75294686
Total number of pages including cover sheet, attachments and document 7
\$75.00 CR

05/28/1999 JS
04#062250
FC: 704
HABAZZ 0009192700

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

UNITED STATES TRADEMARK ASSIGNMENT

WHEREAS, Sovereign Hill Software, Inc., a Delaware corporation whose principal place of business is 100 Venture Way, Hadley, MA 01056 ("Assignor"), is the sole and exclusive owner of the entire right, title and interest in and to the trademarks and registrations, pending "use" applications and pending "intent-to-use" applications for registration thereof in the United States Patent and Trademark Office; said registrations and pending applications are set forth more fully in Exhibits A, B and C attached hereto and incorporated by reference herein.

WHEREAS, Dataware Technologies, Inc., a Delaware corporation having a principal place of business at 222 Third Street, Cambridge, MA 02142 ("Assignee"), is desirous of acquiring the entire right, title and interest in and to said trademarks and the registrations and pending applications for registration thereof, together with the goodwill of the business symbolized by said trademarks;

WHEREAS, Assignor has intended to use the marks listed in Exhibit C in interstate commerce and has filed applications with the United States Patent and Trademark Office based upon its bona fide intent-to-use such marks in commerce, which applications were given the serial numbers shown, but has not yet filed allegations of use of the marks under Section 1(c) or 1(d) of the Trademark Act;

WHEREAS, Assignee is acquiring the entire business, or a portion thereof, to which the marks in Exhibit C pertain, as required by 15 U.S.C. § 1060; and

WHEREAS, Assignor and Assignee executed an Asset Purchase Agreement dated December ___ 1998, which provides for the purchase by Assignee of said trademarks and the registrations and pending applications thereof, together with the goodwill of the business symbolized by said trademarks, from Assignor;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Assignor does hereby assign unto Assignee the entire right, title and interest in and to said trademarks and the registrations, pending "use" application and pending "intent-to-use" applications thereof identified as part of the entire business or portion thereof to which the marks pertain as required by 15 U.S.C. § 1060, together with the goodwill of the business symbolized by said trademarks, the same to be held and enjoyed by the same Assignee for its own use and enjoyment, and for the use and enjoyment of its successors, assigns, or other legal representatives as fully and entirely as the same would have been held and enjoyed by Assignor if this assignment had not been made, together with all claims for damages and reason of past infringement of said trademarks and their respective registrations, with the right to sue for and collect the same for its own use and behalf and for the use and behalf of its successors, assigns and other legal representatives.

AND, Assignor hereby covenants that it has full right to convey the entire interest herein assigned, and that it has not executed, and will not execute, any agreements in conflict herewith.

AND, Assignor hereby agrees to execute and sign all documents required to effect a recordation of the assignment of the above trademarks and registrations thereof before the proper office or agency.

AND, Assignor agrees that the Commissioner of Patents and Trademarks is hereby authorized to deliver to its attorneys, agents, successors or assigns, all official documents and communications as may be warranted by this Assignment.

IN WITNESS WHEREOF, Assignor has executed this document and affixed its corporate seal by the hand of its duly authorized officer on the ___ day of December, 1998.

SOVEREIGN HILL SOFTWARE, INC., Assignor

By: 
David Mahoney
President

STATE OF Massachusetts
COUNTY OF Suffolk)ss.

On this 31 day of December, 1998, before me, a Notary Public in and for the State of Massachusetts, duly commissioned and sworn, personally appeared David Mahoney of Sovereign Hill Software, Inc., the corporation that executed the within and foregoing instrument, and acknowledged said instrument to be the free and voluntary act and deed of said corporation for the uses and purposes therein mentioned, and on oath stated that he/she was duly elected, qualified and acting as said officer of the corporation, that he/she was authorized to execute said instrument and that the seal affixed, if any, is the corporate seal of said corporation.

GIVEN UNDER my hand and official seal the day and year in this certificate above written.

Judith A. Holoway
NAME

SUBSCRIBED AND SWORN to before me this 31 day of December 1998.

Judith A. Holoway
(Signature of Notary)

Judith A. Holoway
(Print or Stamp Name of Notary)
NOTARY PUBLIC in and for the State of
Massachusetts residing at Boston
My Commission Expires: July, 10, 2003

EXHIBIT A

Trademark Registrations

<u>Trademark</u>	<u>Registration No.</u>	<u>Date of Registration</u>
INQUERY	1721648	October 6, 1992

EXHIBIT B

Pending "Use" Applications

<u>Trademark</u>	<u>Serial No.</u>	<u>Filing Date</u>
SOVEREIGN HILL	75/503,011	June 16, 1998
SOVEREIGN HILL	75/503,274	June 16, 1998

EXHIBIT C

Pending "Intent-to-Use" Applications

<u>Trademark</u>	<u>Serial No.</u>	<u>Filing Date</u>
INFILTER	75/294,686	May 19, 1997
INSIEVE	75/294,687	May 19, 1997 ✓