

08-23-1999



SHEET

U.S. DEPARTMENT OF COMMERCE  
PATENT AND TRADEMARK OFFICE

Y

To the Honorable Commissioner,

101123821

attached original documents or copy thereof.

1. Name of conveying party(ies):

Baranof Software Inc.

- Individual(s)
- General Partnership
- Corporation-State: Massachusetts
- Other \_\_\_\_\_

- Association
- Limited Partnership

Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:

8-16-99

- Assignment (a)
- Security Agreement
- Other \_\_\_\_\_
- Merger
- Change of Name

Execution Date: August 11, 1999

2. Name and address of receiving party(ies)

Name: TALLY SYSTEMS CORPORATION

Internal Address: P.O. Box 70

Street Address:

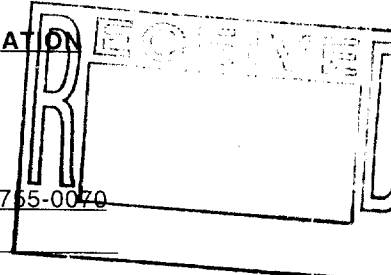
City: Hanover State: New Hampshire ZIP: 03755-0070

- 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



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

A. Trademark Application No.(s)

B. Trademark No.(s)

- 1,790,967;
- 1,812,802;
- 2,089,125

Additional numbers attached?  Yes  No

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

Name: Jerry Cohen

Internal Address: Perkins, Smith & Cohen, LLP

Street Address: One Beacon Street

City: Boston State: MA ZIP: 02108

Additional name(s) & address(es) attached?  Yes  No

6. Total # of applications and registrations involved: 8

7. Total fee (37 CFR 3:41).....\$ 90

- Enclosed
- Authorized to be charged to deposit account

DEFICIENCIES ONLY

8. Deposit account number:

03-2410, order # 6322

(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.

Name of Person Signing: Jerry Cohen

Signature:

Date: 08/12/99

Total number of pages comprising cover sheet: 4

08/20/1999 MTHAI1 00000349 1790967

01 FC:481 40.00 OP  
02 FC:482 50.00 OP

90E

**Trademarks to be assigned to Tally Systems Corporation from  
Baranof Software Inc.**

<u>Mark</u>	<u>U.S. Reg. No.</u>	<u>Date Granted</u>
MAILCHECK	1,790,967	Aug. 31, 1993
MAILCHECK and design	1,812,802	Dec. 21, 1993
MODEMCHECK	2,089,125	Aug. 19, 1997

**ASSIGNMENT**

Baranof Software Inc., a Massachusetts corporation ("Assignor"), record owner of the trademark registrations listed in Schedule A attached confirms that it has assigned to Tally Systems Corporation, a Delaware corporation, with an office at P.O. Box 70, Hanover, New Hampshire 03755-0070 ("Assignee"), and does hereby assign all of Baranof Software Inc.'s right, title and interest in and to the said registration trademarks described in the registrations and the goodwill of the business symbolized thereby.

Baranof Software Inc.,


Assignor

By: 


Name: PIETER DITMARS  
Title: TREASURER

Date: AUG. 10, 1999

**ACKNOWLEDGEMENT**

State of ~~Massachusetts~~ <sup>New Mexico</sup>   
County of ~~Santa Fe~~ <sup>Bernalillo</sup>

Given before me the above date as the free act and deed of Baranof Software Inc., by its Treasurer (title), Pieter Ditmars (name).

  
Notary Public

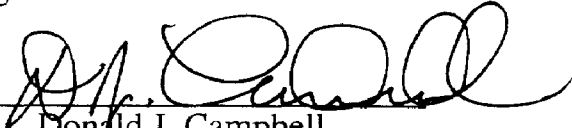
My commission expires 8-19-2001

(SEAL)

Accepted,

TALLY SYSTEMS CORPORATION

Assignee

By:   
Donald J. Campbell,  
Title: CFO

Date: August 11, 1999