

04-10-2000



101296063

Box Assignment  
Commissioner of Patents and Trademarks  
Washington, D.C. 20231

Post Office Box 7068  
Pasadena, CA 91109-7068

REC'D  
MRD 4-10-00

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

<p><b>1. Name of conveying party(ies):</b></p> <p><b>Brightware, Inc.</b></p> <p> <input type="checkbox"/> Individual(s)                      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership              <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation, Delaware  <input type="checkbox"/> Other  <input type="checkbox"/> Exists Under Laws of         </p> <p>Additional name(s) of conveying party(ies) attached:</p>	<p><b>2. Name and address of receiving party(ies):</b></p> <p>Name: <b>Mindbox, Inc.</b></p> <p>Street Address: <b>350 Ignacio Blvd., Navato, CA 94949</b></p> <p> <input type="checkbox"/> Individual(s) citizenship  <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership  <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation, California  <input type="checkbox"/> Other:  <input type="checkbox"/> Exists Under Laws of         </p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached:  (Designation must be a separate document from Assignment). Additional name(s) &amp; address(es) attached?</p>
<p><b>3. Name of conveyance:</b></p> <p> <input checked="" type="checkbox"/> Assignment                              <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement                  <input type="checkbox"/> Change of Name  <input type="checkbox"/> Other: &amp; License Back         </p> <p>Execution Date: <b>March 31, 2000</b></p>	<p><b>4. B. Trademark Registration No.(s)</b></p> <p>1430923 1552660 1857208</p>
<p><b>4. A. Trademark Application No.(s)</b></p> <p>04/11/2000 JSHABAZZ 00000084 031726 1430923</p> <p>01 FC:481                                      40.00 OP 02 FC:482                                      50.00 OP 03 FC:484                                      120.00 CH</p> <p style="text-align: center;">Additional numbers attached?</p>	<p><b>5. Total number of applications or registrations involved.....</b></p> <div style="border: 1px solid black; width: 20px; text-align: center; margin-left: auto; margin-right: 0;">3</div>
<p><b>5. Please return the recorded document and address all correspondence to:</b></p> <p><b>CHRISTIE, PARKER &amp; HALE, LLP</b> P.O. Box 7068 Pasadena, CA 91109-7068 Attention: <b>Daniel R. Kimbell</b></p>	<p><b>7. <input checked="" type="checkbox"/> Total fee enclosed (37 CFR 3.41):        \$ 90.00</b></p> <p><b>8. <input checked="" type="checkbox"/> Any deficiency or overpayment of fees should be charged or credited to <u>Deposit Account No. 03-1728</u>, except for payment of issue fees required under 37 CFR § 1.18. Please show our docket number with any credit or charge to our Deposit Account.</b></p>
<p><b>10. <input checked="" type="checkbox"/> Explanatory letter is enclosed.</b></p>	<p><b>9. Statement and signature.</b> 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.</p> <p>Date: April 7, 2000</p> <p style="text-align: center;">By  Name: Daniel R. Kimbell 626/795-9900</p> <p style="text-align: center;">Total number of pages including cover sheet, attachments, and document:</p> <div style="border: 1px solid black; width: 20px; text-align: center; margin-left: auto; margin-right: 0;">12</div> <p style="text-align: right;">DR</p>

DRK/drk

## Assignment and License Back of Trademarks

WHEREAS, Brightware, Inc., a corporation incorporated in the state of Delaware and having its principle place of business located at 350 Ignacio Blvd., Novato, CA (hereinafter "Assignor") owns and has used the trademarks (hereinafter referred to as the "Marks" and set out in Schedule A, the registrations of which are included in Schedule B), whether registered or unregistered, in association with various computer software technologies (hereinafter referred to as the "Technology"); and

WHEREAS, Mindbox, Inc., incorporated in the state of Calif. and having its principle place of business at 350 Ignacio Blvd., Novato, CA (hereinafter referred to as "Assignee") is desirous of acquiring any and all rights that Assignor may have in and to the said Marks and any registrations or pending registrations thereon, together with the goodwill of the business in connection with which the Marks are used and which are symbolized by the Marks, along with the right to recover for damages and profits for past infringements thereof;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to the said Marks and the registrations therefor together with the goodwill of the business in connection with which the said mark is used and which is symbolized by the said Marks, along with the right to recover for damages and profits for past infringements thereof;

Assignor agrees to execute and deliver at the request of the Assignee, all papers, instruments, and assignments, and to perform any other reasonable acts the Assignee may require in order to vest all Assignor's rights, title, and interest in and to the Marks in the Assignee and/or to provide evidence to support any of the foregoing in the even such evidence is deemed necessary by the Assignee, to the extent such evidence is in the possession or control of Assignor.

Assignee shall assume all responsibilities, liabilities and costs associated with registering, maintaining registration of, protecting and enforcing the Marks.

Assignee grants to Assignor a non-exclusive, non-assignable, non-sublicensable, perpetual license to use the Marks for the purpose of identifying Assignor's products as including or being based upon the Technology. Assignor shall use its best efforts to ensure that Assignor does not use the Marks in any manner which will disparage the Marks or otherwise have a material adverse effect upon the Marks or the goodwill associated therewith. Assignor shall, from time to time, submit to Assignee a reasonable number of samples of product packaging, advertising or other materials which bear one or more of the Marks for purposes of evaluating the quality thereof.

This Assignment and License Back is executed this 31st day of March, 2000.

**Brightware, Inc.**

By: 

Name: Charles Erickson

Title: President/CEO

**Mindbox, Inc**

By: 

Name: Richard Boyles

Title: Chief Executive Officer

Mindbox, Inc., a California corporation

By: 

Name: Brian D. Young

Title: V.P. Finance & Administration

**Schedule A**  
The Marks and their Associated Registration Status

TRADEMARK	CLASS(ES)	COUNTRY	APPL. NO. FILING DATE	REG. NO. ISSUE DATE	STATUS AND REMARKS
ART	009	US	589948 03/25/86	1430923 03/03/87	Registered Affidavit of Use Due : 03/03/92; completed Next Renewal Due : 03/03/07 End Sec.8 due 03/03/93; completed
ART*ENTERPRISE	9 (9.40)	BR	817184171 04/20/93		Pending
ART*ENTERPRISE	9 42	KR	98-1766 12/18/98		Pending Response due 10/23/99 completed 10/19/99
ART*ENTERPRISE	40 (40.34)	BR	817187898 04/26/93	817187898 03/28/95	Registered Next Renewal Due : 03/28/05 Reg. certificate received due completed 08/23/99
ART*ENTERPRISE (stylized)	9	CH	7587/1996 10/16/96	441460	Registered Next Renewal Due : 10/16/06
ART*ENTERPRISE (stylized)	9	EM	382770 10/25/96	000382770 09/24/98	Registered Next Renewal Due : 10/25/06 Covers DE FI IE AT FR IT BE GB LU DK GR PT ES NL SE Registration fee due 07/27/98 completed 07/15/98 Reg. certificate received due completed 02/24/99
ART*ENTERPRISE - Stylized	009;	US	346660 01/08/93	1857208 10/04/94	Registered Affidavit of Use Due : 10/04/99 End Sec.8 due 10/04/00
ART-IM	9 (9.40)	BR	817187880 04/26/93	817187880 03/28/95	Pending
ART-IM	9	BX	67210 05/11/89	462398 09/29/95	Renewed Renewal Base Date : 05/11/99 Next Renewal Due : 05/11/09 Renewal certificate received due completed 06/25/99
ART-IM		CA	631927 05/12/89	374555 10/19/90	Registered Next Renewal Due : 10/19/05
ART-IM	9	CH	05/12/89	373601	Registered Next Renewal Due : 05/12/99
ART-IM	9 42	DE	J24005/9wz 05/18/89	1155863 03/14/90	Renewed Renewal Base Date : 05/18/99 Next Renewal Due : 05/31/09
ART-IM	9	ES	1501698 05/26/89	1501698 07/02/97	Registered Next Renewal Due : 05/26/99 TAX due 05/26/94 Response due 01/31/97 Response due 02/01/97 Response due 07/06/98
ART-IM	9	FR	131441 05/19/89	1531915 05/19/89	Renewed Renewal Base Date : 05/19/99 Next Renewal Due : 05/18/09 Renewal certificate received due completed 04/07/99
ART-IM	39	KR	89-12216	205684 11/23/90	Registered Next Renewal Due : 11/23/00

TRADEMARK	CLASS(ES)	COUNTRY	APPL. NO. FILING DATE	REG. NO. ISSUE DATE	STATUS AND REMARKS
ART-IM	009;	US	761386 11/02/88	1552660 08/22/89	Registered Affidavit of Use Due : 08/22/94; completed Next Renewal Due : 08/22/09 End Sec.8 due 08/22/95; completed
ART-IM	038;	US - California		89129 12/27/88	Registered Next Renewal Due : 12/27/98
ART-IM	40 (40.34)	BR	817187871 04/26/93	817187871	Pending
ART-IM	9	IT	RM97C002265 05/13/97		Pending Re-filing of 17111-4IT due to non- use OK to proceed per Gwen Peterson/rd 5/20/97
INFERENCE ART	1 9	CH	10/03/86	348347	Registered Next Renewal Due : 10/03/06
INFERENCE ART	9	GB	1329441 12/11/87	1329441 07/14/89	Registered Next Renewal Due : 12/11/04

**Schedule B**

Copies of the Registrations for selected ones of the Marks listed in Exhibit A

상표 등록번호 제205684호

권리란

표시번호	사			항	
1번	출원 년월일	1989년 05월 19일	출원 번호	1989-012216	
	공고 년월일	1990년 09월 27일	출원 공고 번호	1990-022007	
	사정 년월일	1990년 11월 12일	상품 류구분	제 039 류	
	지정 상품	아이씨칩및디스크, 컴퓨터프로그램이수록된디스크, 테이프			
	존속기간 만료일	2000년 11월 23일			
1990년 11월 23일 등록					

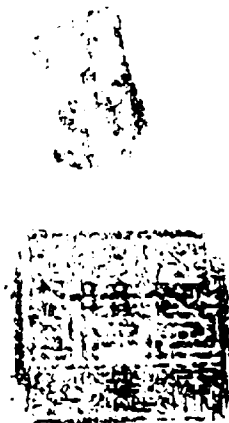
권리자란

순위번호	사		항	
1번	(등록권리자) 미합중국캘리포니아로스엔젤레스더블유선유리볼바드5300 (우편번호90045) 인퍼런스코오포레이션 20			
1990년 11월 23일 등록				

2번	(권리의이전등록) ASSIGNMENT 접수일자 : 1995년 11월 13일 접수번호 : 1995-009934 등록의무사 : 미합중국캘리포니아로스엔젤레스더블유선유리볼바드5300 (우편번호90045) 인퍼런스코오포레이션 등록권리자 : 미합중국캘리포니아노바토, 슈우트310 로울랜드웨이101 브라운트웨어인크 등록원인 일자 : 1995년 09월 14일 등록원인 : 양도 1995년 11월 13일 등록			
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1995년 11월 22일 전산작성

등록번호 (제) 108690



종 목 번 호 제40-205684-00-00 호

40-89-012216

ART - IM



TRANSLATION

Registration Number : 205684

Assignment

The date of receipt : November 13, 1995

Assignor : Inference Corporation

Assignee : Brightware Inc.

The assigned date : September 14, 1995