

MUD 3/15/00

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

04-14-2000

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office
TRADEMARK



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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New

Resubmission (Non-Recordation)
Document ID #

Correction of PTO Error
Reel # Frame #

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Conveyance Type

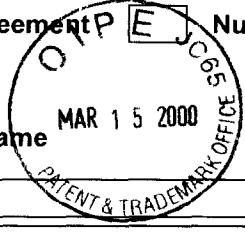
Assignment License

Security Agreement Nunc Pro Tunc Assignment
Effective Month Day Year

Merger

Change of Name

Other



Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Corporation Association

Other

Citizenship/State of Organization

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04/13/2000 DCDATES 00000091 1936018

01 FC-181
02 FC-182

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TRADEMARK
REEL: 002049 FRAME: 0680

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached
Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1936018"/>	<input type="text"/>	<input type="text"/>
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Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.) #

Deposit Account Number:

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Thomas W. Brooke
Name of Person Signing


Signature

3-15-00
Date Signed

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party

Mark if additional names of conveying parties attached

Enter Additional Conveying Party

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Enter Additional Receiving Party

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City

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COMMERCIAL AGREEMENT

THIS AGREEMENT by and among Systemsoft Corporation, a Delaware corporation with its principal place of business at Two Apple Hill, Natick, Massachusetts 01760 ("SystemSoft"), and Systemsoft Taiwan Corporation, a Massachusetts Corporation with its principal place of business at Room A, 9F, No. 170 Tun Hwa N. Rd., Taipei, Taiwan, R.O.C. ("Taiwan") (SystemSoft and Taiwan to be hereinafter jointly referred to as the "Secured Party"); and Insyde Software, Inc., a Delaware corporation with its principal place of business at 1800 West park Drive, Westborough, Massachusetts 01581 ("Insyde").

WHEREAS, the parties entered into a series of agreements, including an Asset Purchase and License agreement, and a Security Agreement dated September 1, 1998, pursuant to which Insyde agreed to make certain payments to the Secured Party equaling \$2 million dollars ("the Secured Obligations");

WHEREAS, the Secured Party would not have entered into the Asset Purchase and License Agreement except that Insyde agreed to execute and deliver a security agreement and grant the security interest described in the Security Agreement of the same date;

WHEREAS, the parties wish to ratify and confirm their earlier agreements, especially the Secured Party's interest in the "Intellectual Property Rights" as defined in the Asset Purchase and License agreement; and

WHEREAS, the Intellectual Property Rights assigned by the Secured Party to Insyde and secured by the Security Agreement in favor of the Secured Party include, but are not limited to the following:

U.S. PATENT APPLICATION

U.S. Patent Application No. 08/823,859 "system and method for providing secure access to a computer and peripheral devices," filed March 25, 1997.

U.S. TRADEMARK REGISTRATIONS

Registration No. 1,936,018 PNPVIEW, registered November 14, 1995.

Registration No. 1,836,079 BATTERY TRACKER, registered May 10, 1994.

UNREGISTERED TRADEMARKS

DMI VIEW

U.S. COPYRIGHT REGISTRATIONS

Registration No. TX-3-327-187 "Maximizer power management system," registered January 28, 1992.

Registration No. TX-3-338-160 "Maximizer power management system: APM Interface," registered January 28, 1992

Registration No. TX-3-551-987 "Maximizer," registered May 24, 1993..

Registration No. TX3-557-610 "VGA core," registered May 24, 1993.

Registration No. TX-3-564-889 "SLPRIM.ASM," registered May 24, 1993.

Registration No. TX-3-564-890 "BIOSPINE," registered May 24, 1993.

Registration No. TX-3-564-891 "SLPRIM.ASM; 80386 system BIOS-OEM layer (derivative of 386/486 BIOS core)," registered May 24, 1993.

Registration No. TX-3-575-178 "MAXIMIZER power management software for the 80486SL," registered May 24, 1993.

Registration No. TX-3-575-185 "AT compatible 8042 keyboard controller firmware," registered May 24, 1993.

Registration No. TX-3575-186 "PS/2 compatible 8042 keyboard controller firmware," registered May 24, 1993.

Registration No. TXu-482-053 "MAXIMIZER," registered June 3, 1991.

Registration No. Txu-498-152 "Keyboard controller and scanner software," registered June 3, 1991.

NOW THEREFORE, in consideration of the mutual promises set forth in this agreement and in the earlier agreements between the parties, the receipt and adequacy of which are acknowledged, it is hereby agreed as follows:

The parties acknowledge, ratify and confirm the earlier-granted security interest in favor of the Secured Party in relation to the Intellectual Property Rights assigned by Secured Party to the company, namely the above-listed U.S. Patents, Patent Application, U.S. Trademark Registrations and U.S. Copyright Registrations.

This assignment shall be binding upon the parties, their successors and/or assigns and all other acting by, through, with or under their direction and all those in privity therewith.

INSYDE SOFTWARE, INC.

By: *J. H. Jones*

Title: President

February 18, 2000

SYSTEMSOFT CORPORATION

By: *Shel D. Jones*

Title: CEO

February 18, 2000

SYSTEMSOFT TAIWAN CORPORATION

By: *Shel D. Jones*

Title: CEO

February 18, 2000