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MRD 5.20.00 OPR/FINANCE

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

Submission Type

- New
- Resubmission
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name Storage Technology Corporation

Formerly

Execution Date
Month Day Year
March 29 2000

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization - Delaware

Receiving Party

Mark if additional names of receiving attached

Name ManagedStorage International, Inc.

DBA/AKA/TA

Composed of

Address (line 1) 10075 Westmoor Drive

Address (line 2)

Address (line 3) Westminster CO 80021
City State/Country Zip Code

- Individual General Partnership Limited Partnership Association
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization - Delaware

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.)

06/15/2000 ASCOTT 00000003 75446594

FOR OFFICE USE ONLY

01 FC:481 40.00 00
02 FC:482 25.00 00

burden reporting for this collection information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

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 (617) 570-1292

Name Miriam J. Rovner
Address (line 1) Goodwin, Procter & Hoar LLP
Address (line 2) Exchange Place
Address (line 3) 53 State Street
Address (line 4) Boston, MA 02109-2881

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

2

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)

75/446,594 75/307,303 75/574,701 75/574,707 75/874,781

2,195,483

Number of Properties

Enter the total number of properties involved

6

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 165.00

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:

07-1700

Authorization to charge additional fees:

Yes

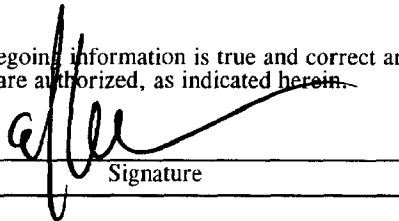
No

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.

Andrew J. Weidhaas

Name and Person Signing



Signature

5/19/2000

Date Signed

U.S. TRADEMARK ASSIGNMENT

WHEREAS, Storage Technology Corporation, a corporation organized and existing under the laws of the State of Delaware, having its principal office at One StorageTek Drive, Louisville, Colorado (“Assignor”) has adopted, acquired, used, or is using in its business certain trademarks (the “Marks”), which are either registered or registration pending in the United States Patent and Trademark office as follows:

MARK	REGISTRATION #	DATE OF REGISTRATION
SAFEGUARD SPACESTATION	US Serial No. 75/446,594	Pending
SAFEGUARD INTERACTIVE BACKUP	US Serial No. 75/307,303	Pending
SAFEGUARD INTERACTIVE and Design	US Registration No. 2,195,483	October 13, 1998
POWERBAK	US Serial No. 75/574,701	Pending
Dog design	US Serial No. 75/574,707	Pending
ESTORAGE FOR EBUSINESS	US Serial No. 75/874,781	Pending

WHEREAS, ManagedStorage International, Inc., a corporation organized and existing under the laws of the State of Delaware (“Assignee”), is desirous of acquiring all right, title, and interest in and to the Marks and the registrations thereof;

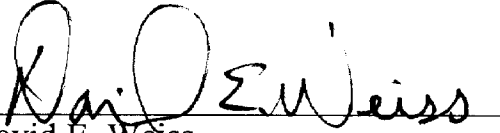
Except to the extent specifically provided in Section 2.13 (c) of the Asset Purchase Agreement, the Marks, registrations and pending applications are transferred as is, with no warranties, representations or indemnifications of any kind.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign to Assignee, all of its right, title, and interest in and to the Marks, together with all of the goodwill of the business symbolized by the Marks, and the previously identified registrations thereof, and together with the right to sue and collect damages and/or profits for past infringement of the Marks, the intent being to substitute Assignee in place of Assignor.

IN WITNESS WHEREOF, Storage Technology Corporation has caused this Assignment of Trademark Rights to be signed by a duly authorized corporate officer on this 29 day of March, 2000.

STORAGE TECHNOLOGY CORPORATION

By: _____

A handwritten signature in cursive script that reads "David E. Weiss". The signature is written over a horizontal line.

Name: David E. Weiss

Title: Chairman of the Board,

Chief Executive Officer and President

GOODWIN, PROCTER & HOAR LLP

COUNSELLORS AT LAW
EXCHANGE PLACE
BOSTON, MASSACHUSETTS 02109-2881

TELEPHONE (617) 570-1000
TELECOPIER (617) 523-1231

May 19, 2000

VIA EXPRESS MAIL **EL535292696US**

Commissioner of Patents and Trademarks
Box Assignments
Washington, DC 20231

**Re: Recordation of U.S. Trademark Assignment
 Storage Technology Corporation to ManagedStorage International, Inc.**

Dear Commissioner:

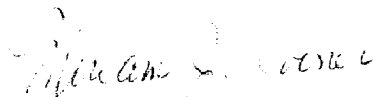
Enclosed please find the following documents for recordation:

1. Trademark recordation form cover sheet;
2. U.S. Trademark Assignment;
3. A check in an amount of \$165.00 to cover the recordation fees pursuant to 37 C.F.R. 3.41; and
4. A return postcard for acknowledgment of your receipt of these documents.

The Commissioner is hereby authorized to charge any additional fees which may be required, or credit any overpayment, to Deposit Account No. 07-1700.

If you have any questions regarding these documents, please call me at (617) 570-1292.

Sincerely,



Miriam J. Rovner
Senior Legal Assistant

MJR:clk

Enclosures

cc: Stephen G. Charkoudian, Esq. (with enclosures)
 Andrew J. Weidhaas, Esq. (with enclosures)

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RECORDED: 05/20/2000

TRADEMARK
REEL: 002088 FRAME: 0421