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M&G 12435.1-US-01



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

1. Name of conveying party(ies):

Allegiance

Individuals Association
 General Partnership Limited Partnership
 Corporation-State of
 Other: _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Allegiance Software, Inc.
125 Eighth Street North
Fargo, ND 58102

Individual(s) citizenship Association
 General Partnership Limited Partnership
 Corporation-State of North Dakota
 Other: _____

If assignee is not domiciled in the United States, a domestic representative designation is attached
 Yes No
 (Designations must be separate document from Assignment)

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other: _____

Execution Date: August 22, 2000

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

A. Trademark Application No.(s)/ Mark(s) B. Trademark Reg. No.(s)/Mark(s)

1,738,091 (ALLEGIANCE and Design)

Additional numbers attached? Yes No

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

Name: Scott W. Johnston
Address: MERCHANT & GOULD P.C.
P.O. Box 2910
Minneapolis, MN 55402-0910

6. Total number of applications and trademarks involved: 1


7. Total fee (37 CFR 3.41): \$40.00
 Enclosed
 Authorized to be charged to deposit account

8. Please charge any additional fees or credit any overpayments to our Deposit account number: 13-2725

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.

Scott W. Johnston  September 6, 2000
 Name of Person Signing Signature Date

09/20/2000 MTHA11 00000343 1738091

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Mail documents to be recorded with required cover sheet information to:

Commissioner for Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of information systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

TRADEMARK
REEL: 002143 FRAME: 0414

ASSIGNMENT

WHEREAS, Allegiance, a North Dakota Partnership having a principal place of business at 125 Eighth Street North, Fargo, North Dakota 58102 (hereinafter "Assignor"), is the owner of United States Trademark Registration No. 1,738,091, registered December 8, 1992, for the mark ALLEGIANCE and Design; and

WHEREAS, Allegiance Software, Inc., a North Dakota corporation having a principal place of business at 125 Eighth Street North, Fargo, North Dakota 58102 (hereinafter "Assignee"), is desirous of acquiring said trademark and trademark registration;

NOW, THEREFORE, said Assignor hereby confirms and ratifies the assignment of rights stated herein effective as of February 1, 2000, and for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, has sold, assigned and transferred, and by these presents does sell, assign and transfer, unto said Assignee, its successors or assigns, its entire right, title and interest, worldwide in and to said Mark, said U.S. registration and all common law trademark rights in said Mark, and with the goodwill and other incidents of its business associated with or symbolized by said Mark, effective February 1, 2000. Assignor agrees to take all actions, execute additional documents and to otherwise cooperate as requested by Assignee as is necessary

