

11-13-2000



To the Honorable Assistant Secretary and Commission
Please record the attached original document(s) or copy.

101514184

ATTY REFERENCE: RAW

1. Name of conveying party(ies):

GRAPHICS MICROSYSTEMS, INC.

- Individual(s)
- Association
- General Partnership
- Limited Partnership

XX Corporation: State of California

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



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

Name: **DELAWARE CAPITAL FORMATION, INC.**

Address: 1403 Foulk Road, Suite 102
City: Wilmington State: DE ZIP: 19803

- Individual(s): Citizenship:
- Association
- General Partnership
- Limited Partnership

XX Corporation: State of Delaware

If assignee is not domiciled in the United States, a domestic representative designation is attached: n/a
(Designations must be a separate document from Assignment)
Additional name(s) & address(es) attached? No

3. Nature of conveyance:

- XX Assignment (Nunc Pro Tunc)** Merger
- Security Agreement Change of Name
- Other:

Execution Date: **November 2, 1999**

Effective Date: **March 5, 1999**

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

A. Trademark Application No.(s)

None

B. Trademark Registration No.(s)

MICROCOLOR - 2,079,070 - issued 07/15/1997
AUTOSMART --- 2,097,184 - issued 09/16/1997

Additional numbers attached? No

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

Name: William T. Ellis, Esquire

Internal Address: Foley & Lardner
Street Address: Suite 500 - 3000 K Street, N.W.
City: Washington, State: D.C. ZIP: 20007-5109

6. Total number of applications and registrations involved: ONE

7. Total fee (37 C.F.R. §3.41). \$ 65.00

- XXX** Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 19-0741

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.

WILLIAM T. ELLIS, ESQUIRE

Name of Person Signing

Signature

Date

Total number of pages including cover sheet: 3

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion
Mail documents to be recorded with required cover sheet information:

11/13/2000 MTHA11 00000066 2079070
Commissioner and Assistant Secretary of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

01 FC:481 40.00 OP
02 FC:482 25.00 OP
Send reporting for this sample cover sheet estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the date 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 the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

COPY

TRADEMARK ASSIGNMENT

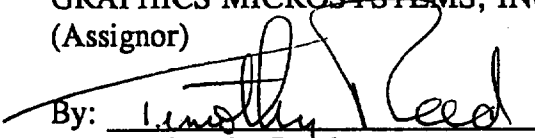
WHEREAS, on or about March 5, 1999, Graphics Microsystems, Inc., doing business at 1284 Forgewood Avenue, Sunnyvale CA 94089 (hereinafter referred to as the "Assignor"), then being the owner of certain marks used in its business including the marks having registration numbers or registration application numbers set forth in Exhibit A as well as certain rights in unregistered and non-applied for marks set forth in Exhibit A, assigned in fact all of its rights worldwide to any and all marks used in its business including said marks listed in Exhibit A and that part of the goodwill of the business connected with and symbolized by said marks to Delaware Capital Formation, Inc., a corporation doing business at 1403 Foulk Road, Suite 102, Wilmington, DE 19803 (hereinafter referred to as the "Assignee"), but without having executed a formal mark assignment document; and

WHEREAS, said Assignee now desires such formal assignment in order to record the same;

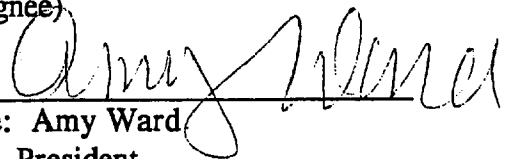
NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, said Assignor hereby confirms the aforesaid assignment and does hereby assign, *nunc pro tunc*, as of an effective date of March 5, 1999, to the aforesaid Assignee, all right, title and interest that it possesses worldwide in and to any and all marks used in its business including said marks set forth in Exhibit A and all registrations or applications therefor, and that part of the goodwill of the business connected with and symbolized by said marks, as well as all rights to injunctive relief, damages or profits, due or accrued, arising out of past infringement of any of said marks or injury to said goodwill, and the right to sue for and recover the same in the Assignee's own name; this assignment being under covenant, not only that full power to make the same is had by the undersigned, but also that such assigned rights are not encumbered by any grant, license, or other right heretofor given.

IN WITNESS WHEREOF, the undersigned has executed this Trademark Assignment.

GRAPHICS MICROSYSTEMS, INC.
(Assignor)

By: 
Name: Timothy Reed
Title: Vice President, Finance
Date: 11/2/99

DELAWARE CAPITAL FORMATION, INC.
(Assignee)

By: 
Name: Amy Ward
Title: President
Date: 11/16/99

COPY

Exhibit A

| TRADEMARK | COUNTRY | REG. NO. | REG. DATE |
|--------------------------|---------------|--|------------|
| Microcolor | Australia | B505172 | 02/20/1989 |
| Microcolor | Austria | 126179 | 07/07/1989 |
| Microcolor | Benelux | 457842 | 02/16/1989 |
| Microcolor | Canada | 398374 | 05/22/1992 |
| Microcolor | Denmark | 1889/1990 | 03/16/1990 |
| Microcolor | Finland | 111433 | 04/05/1991 |
| Autosmart | Germany | 2087729 | 12/19/1994 |
| Microcolor & Logo | Germany | 1150646 | 03/29/1989 |
| Microcolor | Great Britain | 1375212 | 02/28/1989 |
| Microcolor | Italy | 554534 | 03/08/1989 |
| Microcolor | Japan | 2410047 | 05/29/1992 |
| Microcolor | Mexico | 366603 | 04/17/1994 |
| Microcolor | Sweden | 221150 | 02/15/1991 |
| Microcolor | Switzerland | 370269 | 02/20/1989 |
| Microcolor | Taiwan | 458601 | 10/16/1989 |
| Microcolor | United States | 2079070 | 07/15/1997 |
| Autosmart | United States | 2097184 | 09/16/1997 |
| Graphics Microsystems | Worldwide | Unregistered and no applications | |
| AutoColor | Worldwide | Unregistered and no applications | |
| AutoQuick | Worldwide | Unregistered and no applications | |
| ColorQuick | Worldwide | Unregistered and no applications | |