

02-16-2001



To the Honorable Comr

101614239

record the attached original documents or copy hereof.

1. Name of conveying party(ies):
 Intergraph Corporation

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Delaware
 Other _____

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

2. Name and address of receiving party(ies):
 Name: Bentley Systems, Incorporated
 Address: 685 Stockton Drive
 Exton, PA 19341-0678

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 Other _____

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

3. Nature of conveyance: 2-1-01

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: December 19, 2000

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 B. Trademark Registration No.(s). 2,132,614 and 7 others

Additional Numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Patrick Boisson
 Internal Address: Fross Zelnick Lehrman & Zissu, P.C.
 Street Address: 866 United Nations Plaza
 City: New York State: NY Zip: 10017

02-01-2001
 U.S. Patent & TMO/TM Mail Rpt Dt. #01

6. Total number of applications and registration involved:.....

7. Total fee (37 CFR 3.41) \$ 215.00
 Enclosed
 Authorized to be charged to deposit account
 (Only if total fee is not sufficient)

8. Deposit account number: 215E
 23-0825-0576900
 (Attach duplicate copy of this page if paying by deposit account)

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.

Patrick Boisson _____ Signature
 Name of Person Signing

2/1/2001 _____ Date

Total number of pages comprising cover sheet: _____

SCHEDULE

TRADEMARK	SERIAL NO./REGISTRATION NO.
APLOT	2,132,614
FRAMEWORKS	2,073,200
INRAIL	1,881,192
INROADS	2,138,828
INTERPLOT	1,771,253
RIS	1,700,239
SELECTCAD	2,354,932
STORMWORKS	2,330,765

ASSIGNMENT

WHEREAS, Intergraph Corporation, a corporation organized and existing under the laws of Delaware, located at One Madison Industrial Park, Huntsville, AL 35894 ("Assignor"), is the owner of the following trademark(s) listed in the attached schedule (hereinafter, the "Trademarks");

and WHEREAS, Bentley Systems, Incorporated, a corporation organized and existing under the laws of Delaware located at 685 Stockton Drive, Exton, PA 19341 ("Assignee"), is desirous of acquiring the Trademarks.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to the Trademarks, free and clear of all liens, claims and encumbrances, together with the goodwill of the business symbolized by the Trademarks and the identified applications and/or registrations therefor.

The foregoing instrument is made effective as of December 26, 2000.

INTERGRAPH CORPORATION

By:  _____

Name: JOHN W. WILHITE

Title: EXEC VP

Date of Signature: 12/19/00