



To the Honorable Commis

101720747

ached original documents or copy thereof.

1. Name of conveying party(ies):
Scientific and Engineering Software, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State of Texas
 Other

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

2. Name and address of receiving party(ies)

Name: Hyperformix, Inc.

Internal Address:

Street Address: 4301 Westbank Dr., Building A

City: Austin, Texas ZIP: 78746-6564

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: April 27, 2001

Individual(s) citizenship United States
 Association
 General Partnership
 Limited Partnership
 Corporation-State Texas
 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) & address(es) attached? Yes No

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

A. Trademark Application No.(s)
75/879,638; 75/879,637; 75/879,636; 75/802,928; 76/024; 993

Additional numbers attached? Yes No

B. Trademark Registration No.(s)
2,126,207; 1,592,820; 2,076,628; 2,076,629; 2,076,630;
2,076,631; 2,425,384; 1,906,361; 1,891,985; 2,111,343;
2,082,440;

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

Name: George R. Schultz

Internal Address: Strasburger & Price, LLP

Street Address: 901 Main Street, Suite 4300

City: Dallas State: TX ZIP: 75202

6. Total number of applications and registrations involved: 16

7. Total fee (37 CFR 3.41) \$640.00
 Enclosed
 Authorized to be charged to deposit account any additional fees required

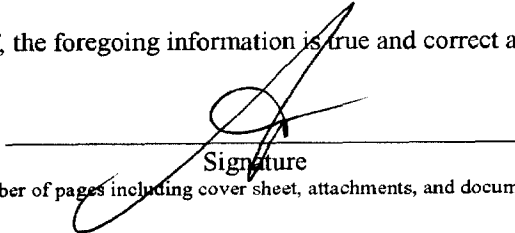
8. Deposit account number:
19-4547

(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.

George R. Schultz
 Name of Person Signing


 Signature

5/4/01
 Date

Total number of pages including cover sheet, attachments, and document:

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

ASSIGNMENT

WHEREAS, Scientific & Engineering Software, Inc., a Texas Corporation having its principle office at 4301 Westbank Drive, Bldg. A, Austin, Texas 78746-6564 (hereinafter "Assignor"), is the owner of record of the United States trademark applications and registrations listed on the attached "Schedule A";

WHEREAS, Hyperformix, Inc., a Texas corporation having its principle office at 4301 Westbank Drive, Bldg. A, Austin, Texas 78746-6564 (hereinafter "Assignee"), desires to acquire the entire right, title and interest in and to the trademark applications and registrations listed on the attached "Schedule A", together with the goodwill of the business connected with the use of and symbolized by said trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee the entire right, title and interest in and to the aforementioned marks and the registrations therefore, together with the goodwill of the business connected with the use of and symbolized by said mark.

IN WITNESS WHEREOF, Assignor has executed this Assignment on this

27th day of April, 2001.

**SCIENTIFIC & ENGINEERING
SOFTWARE, INC.**

By: Douglas M. Neuse

Printed Name: Douglas M Neuse

Title: CEO

Date: 4/27/01

STATE OF TEXAS

COUNTY OF Dallas

BEFORE ME, the undersigned authority, on this day personally appeared Douglas M. Neuse and having been duly sworn by me, upon his oath states that he is CTO of SCIENTIFIC & ENGINEERING SOFTWARE, INC., that he has read and understands the foregoing instrument, that he is authorized to execute said instrument, and acknowledged to me that he executed same for the purposes and consideration therein expressed, in the capacity therein stated, and as the act and deed of said corporation.

SUBSCRIBED AND SWORN TO BEFORE ME, this 27th day of April, 2001.



Printed Name of Notary Public

Sherry Hopwood
Signature of Notary Public

My Commission expires the _____ day of _____.

CERTIFICATE OF ACCEPTANCE

IN WITNESS WHEREOF, Assignee has accepted this assignment and executed same on this 27th day of April, 2001.

HYPERFORMIX, INC.

By: Douglas M. Neuse
Printed Name: DOUGLAS M. NEUSE
Title: CTO
Date: 4/27/01

STATE OF TEXAS
COUNTY OF Dallas

BEFORE ME, the undersigned authority, on this day personally appeared Douglas M. Neuse and having been duly sworn by me, upon his oath states that he is CTO of HYPERFORMIX, INC., and that he has read and understand the foregoing instrument, that he is authorized to execute said instrument, and acknowledged to me that he executed same for the purposes and consideration therein expressed, in the capacity stated, and as the act and deed of said corporation.

SUBSCRIBED AND SWORN TO BEFORE ME, this 27th day of April, 2001.



Printed Name of Notary Public

Sherry Hopwood
Signature of Notary Public

My Commission expires the _____ day of _____, _____.

ASSIGNMENTS
SCHEDULE A

Our Reference	U.S. App./Reg. No.	Invention	File/Issue Date
44601.0103	2,126,207	STRATEGIZER	12/30/97
44601.0104	1,592,820	SES WORKBENCH	4/24/90
44601.0107	2,076,628	SES & DESIGN	7/8/97
44601.0109	2,076,629	SES/DESIGN	7/8/97
44601.0110	2,076,630	SES/SIM	7/8/97
44601.0111	2,076,631	SES/RTL	7/8/97
44601.0112	2,425,384	SES/SCOPE	1/30/01
44601.0113	1,906,361	OBJECTBENCH	7/18/95
44601.0114	1,891,985	SES/OBJECTBENCH	5/2/95
44601.0115	2,111,343	CODE GENESIS	11/4/97
44601.0116	2,082,440	CODE GENESIS	7/22/97
44601.0141	75/879,638	WE MAKE E COMMERCE PERFORM	12/21/99
44601.0142	75/879,637	WE MAKE EBUSINESS PERFORM	12/21/99
44601.0143	75/879,636	WE MAKE ERETAIL PERFORM	12/21/99
44601.0144	75/802,928	HYPERFORMIX	9/20/99
44601.0146	76/024,993	MAKING EBUSINESS PERFORM	4/12/00

May 7, 2001

GEORGE "RUSS" SCHULTZ
214.651.2237
russ.schultz@strasburger.com

VIA FIRST CLASS MAIL

Assistant Commissioner of Patents & Trademarks

BOX Assignments - Fee

Washington, D.C. 20231

TM Reg. No. 2,126,207
STRATEGIZER
File:44601.0103

TM Reg. No. 1,592,820
SES WORKBENCH
Our File: 44601.0104

TM Reg. No. 2,076,628
SES & DESIGN
Our File: 44601.0107

TM Reg. No. 2,076,629
SES/DESIGN
Our File: 44601.0109

TM Reg. No. 2,076,630
SES/SIM
Our File: 44601.0110

TM Reg. No. 2,076,631
SES/RTL
Our File: 44601.0111

TM Reg. No. 2,425,384
SES/SCOPE
Our File: 44601.0112

TM Reg. No. 1,906,361
OBJECTBENCH
Our File: 44601.0113

TM Reg. No. 1,891,985
SES/OBJECTBENCH
Our File: 44601.0114

TM Reg. No. 2,111,343
CODE GENESIS
Our File: 44601.0115

TM Reg. No. 2,082,440
CODE GENESIS
Our File: 44601.0116

TM App. No. 75/879,638
WE MAKE ECOMMERCE
PERFORM
Our File: 44601.0141

TM App.No. 75/879,637
WE MAKE EBUSINESS
PERFORM
Our File: 44601.0142

TM App. No. 75/879,636
WE MAKE ERETAIL
PERFORM
Our File: 44601.0143

TM App. No. 75/802,928
HYPERFORMIX
Our File: 44601.0144

TM App. No. 76/024,993
WE MAKE EBUSINESS
PERFORM
Our File: 44601.0146

623798.1/SP3/44601/0104/05072001

Strasburger & Price, LLP

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Austin • Dallas • Houston • San Antonio • Mexico City • Paris

RECORDED: 05/08/2001

**TRADEMARK
REEL: 002297 FRAME: 0797**