

07-12-2001



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THE UNITED STATES DEPARTMENT OF COMMERCE  
PATENT AND TRADEMARK OFFICE

RECORDATION FORM COVER SHEET FOR TRADEMARKS

To: Honorable Commissioner of Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231

*MKD*  
*6/22/01*

Please record the attached documents.

1. Conveying party:  
Elron Electronic Industries  
Ltd. Corporation, a Israel  
corporation,  
Advanced Technology Ctr 3,  
P.O. Box 1573, Haifa, Israel  
31015

2. Receiving Party:  
Elron Software, Inc., a  
Delaware corporation,  
7 New England Executive Park,  
Burlington, MA 01803-0977

3. Nature of Conveyance: Assignment executed June 7, 2001.

4. Application Number(s) or Registration Number(s)

Marks	Serial No.(s)	Registration No.(s)
ELRONET and design	74/560052	1971879
ELRONET	74/560053	1997466

Additional numbers attached? [...]Yes [X]No

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

William F. Swiggart, Swiggart & Agin, LLC  
45 School Street, Boston, MA 02142  
Tel: 617.742.0110

6. Total of applications and registrations: Two

7. Total fee enclosed: \$65

8. Statement and Signature:

*To the best of my knowledge and belief, the foregoing instrument is true and correct, and any attached copy is a true copy of the original document:*

William F. Swiggart

Date: June 19, 2001

07/11/2001 AAHMED1 00000134 501509 74560052

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

**Assignment of Trademarks**

AGREEMENT made this 7 day of June, 2001 by and between Elron Electronic Industries Ltd. Corporation, a Israel, corporation with its headquarters located at 3 Azrieli Center, 42nd floor, Tel-Aviv 67023, Israel ("Assignor"), and Elron Software, Inc., a Delaware Corporation with its headquarters located at 7 New England Executive Park, Burlington, MA 01803-0977 ("Assignee").

WHEREAS Assignor has used, or used and registered the trademarks shown on the attached Schedule 1; and

WHEREAS Assignee desires to acquire all of Assignor's right, title and interest in and to the Trademarks, all registrations and applications pertaining thereto, and all of the goodwill associated with the Trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee agree as follows:

1. *Assignment.* Assignor hereby sells, assigns, and conveys unto Assignee the following:
  - all of Assignor's right, title and interest in and to the Trademarks,
  - all registrations and applications pertaining thereto,
  - all of the goodwill of the business connected with the use of and symbolized by the Trademarks; and
  - Any and all right to sue for past infringement of the Trademarks.
2. *Registration.* Assignor hereby authorizes the state and federal agencies and foreign jurisdictions to which Assignor has applied for registration of the Trademarks to issue all registrations pertaining to such applications in the name of Assignee or as Assignee may otherwise direct.
3. *Cooperation by Assignor.* Upon Assignee's request, Assignor and its officers, representatives and successors shall perform all acts reasonably necessary to ensure the full and complete enjoyment by Assignee of all right, title and interest in and to the Trademarks, including without limitation the execution, delivery, filing and recording, at Assignee's expense, of such further assignments, certificates, application, instruments and other documents as may be requested by Assignee.

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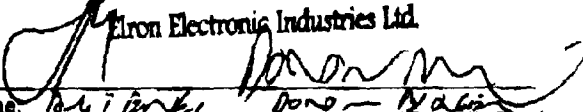
Assignment of Trademarks

By Elron Electronic Industries Ltd. Corporation Page 2

EXECUTED as a sealed instrument under the laws of the Commonwealth of Massachusetts as of the date indicated above.


ASSIGNOR:

Elron Electronic Industries Ltd. Corporation, an Israel corporation:

By:   
Print Name: Avi Ben-David  
Title: CEO

ASSIGNEE:

Elron Software, Inc., a Delaware Corporation

By:   
Print Name: Charles Raymond Beck  
Title: President + CEO

Schedule 1

- 1. **Mark:** **ELRONET and design**  
Registered or applied for in: United States  
International Class: 038  
Date of First Use, if any: May 1994S  
Serial Number, if applicable: 74/560052  
Filing Date if applicable: August 11, 1994  
Registration Number, if any: 1971879  
Registration Date, if any: April 30, 1996  
Register: Principal
  
- 2. **Mark:** **ELRONET**  
Registered or applied for in: United States  
International Class: 038  
Date of First Use, if any: May 1994S  
Serial Number, if applicable: 74/560053  
Filing Date if applicable: August 11, 1994  
Registration Number, if any: 1997466  
Registration Date, if any: August 27, 1996  
Register: Principal