

10-24-2001

RE



FEET

Docket No.:

FOI (Re OM Cor TM



TI

10-05-2001

LY

MET900/71000

101884334

U.S. Patent & TMO/TM Mail Receipt #7:

To the Honorable Commissioner of Patents and Trademarks, the attached original documents or copy thereof.

1. Name of conveying party(ies):

Metrowerks Company

10/05/01

- Individual(s), General Partnership, Corporation-State, Other Corporation of Canada

Additional names(s) of conveying party(ies) Yes No

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

Name: Metrowerks Corporation

Internal Address:

Street Address: 9801 Metric Boulevard

City: Austin State: TX ZIP: 78701

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

If assignee is not domiciled in the United States, a domestic designation is Yes No (Designations must be a separate document from Additional name(s) & address(es) Yes No

3. Nature of conveyance:

- Assignment, Security Agreement, Other, Merger, Change of Name

Execution Date: October 1, 2001

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See Attached Exhibit "A"

Additional numbers Yes No

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

Name: Betty Chang

Internal Address: Vinson & Elkins, L.L.P.

Street Address: 600 Congress, Suite 2700

City: Austin State: TX ZIP: 78701

6. Total number of applications and registrations involved: 12

7. Total fee (37 CFR 3.41): \$ 315.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

22-0365/MET900/71000

07/23/2001 LMUELLER 00000115 74038402

DO NOT USE THIS SPACE

40.00 575.00

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.

Betty Chang

Name of Person Signing

Signature

October 4, 2001

Date

Total number of pages including cover sheet, attachments, and 4

EXHIBIT A

SERIAL NO.	REG. NO.	MARK	CLASS
74/038,402	1,655,296	METROWERKS	9
74/038,400	1,676,605	M Design	9
74/682,958	2,261,271	METROWERKS UNIVERSITY	16
75/671,367	2,345,187	METROWERKS UNIVERSITY & Design	16
74/410,868	1,981,365	CODEWARRIOR	9
74/410,869	1,988,811	METROWERKS CODEWARRIOR	9
75/202,071	2,186,613	CODEWARRIOR LITE	9
74/410,867	1,977,041	POWERPLANT	9
74/410,866	1,995,842	METROWERKS POWERPLANT	9
74/541,056	1,916,152	POWERPLANT CONSTRUCTOR	9
74/596,359	1,928,210	Worker Design	9
74/541,057	2,157,074	GEEKWARE	25

NUNC PRO TUNC

TRADEMARK ASSIGNMENT

WHEREAS, Metrowerks Company, a Canadian corporation ("Assignor") has adopted and is using the marks identified in Exhibit "A" (the "Marks") attached hereto and incorporated herein, and for which predecessor-in-interest Metrowerks, Inc. has filed the United States trademark applications and obtained the United States trademark registrations identified in Exhibit "A,"

WEHREAS, Metrowerks Corporation, a Texas corporation ("Assignee"), desires to acquire any rights and goodwill associated with the Marks;

NOW THEREFORE, for goods and valuable consideration, the receipt and sufficiency of which are hereby acknowledge, Assignor does hereby assign, effective as of October 1, 2001, unto Assignee all right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks and the business associated with the Marks.

METROWERKS COMPANY

By: Fred Shlapak

Name: Fred Shlapak

Title: CEO, Metrowerks Company

Date: Oct. 2, 2001

STATE OF TEXAS

§
§
§
§

TRAVIS COUNTY

BEFORE ME, THE UNDERSIGNED AUTHORITY, on this 2 day of OCTOBER, 2001, personally appeared FRED SHLAPAK, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he/she is authorized to execute the same on behalf of Metrowerks Company, and that he/she executed the same on behalf of the corporation for the purposes and consideration therein expressed.

By: Doris A. Newton

Notary Public, State of Texas

Name Printed: DORIS A. NEWTON

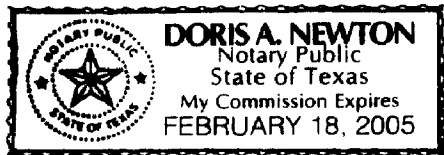


EXHIBIT A

SERIAL NO.	REG. NO.	MARK	CLASS
74/038,402	1,655,296	METROWERKS	9
74/038,400	1,676,605	M Design	9
74/682,958	2,261,271	METROWERKS UNIVERSITY	16
75/671,367	2,345,187	METROWERKS UNIVERSITY & Design	16
74/410,868	1,981,365	CODEWARRIOR	9
74/410,869	1,988,811	METROWERKS CODEWARRIOR	9
75/202,071	2,186,613	CODEWARRIOR LITE	9
74/410,867	1,977,041	POWERPLANT	9
74/410,866	1,995,842	METROWERKS POWERPLANT	9
74/541,056	1,916,152	POWERPLANT CONSTRUCTOR	9
74/596,359	1,928,210	Worker Design	9
74/541,057	2,157,074	GEEKWARE	25

October 5, 2001

Dear Sir:

Enclosed for filing in the above-referenced trademark registrations are:

1. Trademark Recordation Form Cover sheet (in duplicate);
2. Nunc Pro Tunc Trademark Assignment from Metrowerks Company to Metrowerks Corporation;
3. Exhibit "A";
4. Check in the amount of \$315.00; and
5. A return postcard to acknowledge receipt of these documents. Please date stamp and mail this postcard.

Should any additional fees under 37 C.F.R. be required for any reason relating to the enclosed materials, the Assistant Commissioner is hereby authorized to deduct said fees from VINSON & ELKINS L.L.P. Deposit Account No. 22-0365/MET900/71000.

Respectfully submitted,



Betty Chang

BCHA/lm

Encls.