

07-08-2002



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HEET
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Docket No.:
2639/205, 295

Tab settings

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

1. Name of conveying party(ies):

L&H Holdings USA, Inc.

06/10/02

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other

- Association
- Limited Partnership

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

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

Name: ScanSoft, Inc.

Internal Address:

Street Address: 9 Centennial Drive

City: Peabody State: MA ZIP: 01960

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

3. Nature of conveyance:

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

Execution Date: March 21, 2002

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

A. Trademark Application No.(s)

75/654,465

B. Trademark Registration No.(s)

1,433,646

Additional numbers Yes No

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

Name: Jennifer M. Reynolds

Internal Address: Bromberg & Sunstein LLP

Street Address: 125 Summer Street

City: Boston State: MA ZIP: 02110

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41):.....\$ \$65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

19-4972

DO NOT USE THIS SPACE

07/08/2002 TBIRZ1 00000240 75654465

01 FC:401 40.00 OP
02 FC:402 25.00 OP

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.

Jennifer M. Reynolds

Name of Person Signing

Signature

June 6, 2002

Date

5

Total number of pages including cover sheet, attachments, and

TRADEMARK ASSIGNMENT

THIS ASSIGNMENT AND ASSUMPTION AGREEMENT is dated as of the 21st day of March, 2002 by and between L&H Holdings USA, Inc., a Delaware corporation ("Assignor"), and ScanSoft, Inc., a Delaware corporation ("Assignee"), and is made and delivered pursuant to, and subject to the terms of the Asset Purchase Agreement dated February 22, 2002 by and between Assignor and Assignee (the "Purchase Agreement").

WHEREAS, Assignor is the owner of the registered marks listed on Schedule A hereto (hereinafter called "Trademarks");

WHEREAS, Assignee is desirous of acquiring the above identified Trademarks; and

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby sell, assign, transfer, and set over to Assignee its successors and assigns the Assignor's entire right, title and interest in and to the said Trademarks, together with the goodwill of the business connected with and symbolized by the Trademarks and any renewals and extensions of the registrations that are or may be secured under the laws of the United States.

IN TESTIMONY WHEREOF, Assignor has caused this Assignment to be executed effective as of the 21st day of March, 2002.

ASSIGNOR

ASSIGNEE

L&H HOLDINGS USA, INC.

SCANSOFT, INC.

By: [Signature]
Name: John Shagoury
Title: President

By: [Signature]
Name: MICHAEL KIVNAN
Title: PRESIDENT & COO

Sworn to before me this ___ day of March, 2002.

Sworn to before me this 29 day of March, 2002.

[Signature]
Notary Public
My commission expires: June 2, 2006

[Signature]
Notary Public

DONNA L. SOPPER
Notary Public
My Commission Expires March 19, 2004

SCHEDULE A - TRADEMARKS

AUDIOMINING

Application(s) for Registration (application suspended):
United States of America, Application No. 75/654,465

Registration(s):
None

VOICESCRIBE

Application(s) for Registration:

None

Registration(s):

United States of America, Serial No. 1,433,646

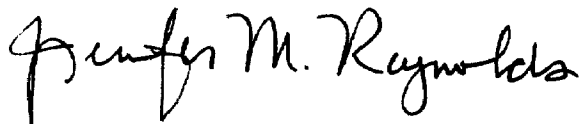
Commissioner for Trademarks

June 6, 2002

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Thank you for your attention to these matters.

Very truly yours,

A handwritten signature in black ink that reads "Jennifer M. Reynolds". The signature is written in a cursive style with a large, prominent initial "J".

Jennifer M. Reynolds

JMR/amd

Enclosures

cc: Julia Huston, Esq.

R.J. Sims Preston, Esq.

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