

07-17-2002

FORM PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)

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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof

1. Name of conveying party(ies):

Sage Systems, Incorporated

07/15/02

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

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

2. Name and address of receiving party(ies)

Name: emWare, Inc.

Internal Address: Suite 250

Street Address: 6322 South 3000 East

City: Salt Lake City State: Utah ZIP: 84121

- Individual
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- 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

3. Nature of conveyance:

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

Execution Date: May 17, 2002

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

A. Trademark Application No(s).

76/071,661 75/630,562 75/694,942
75/844,302 75/568,362 75/486,228
75/185,040

B. Trademark Registration No

2,453,568

Additional numbers attached? Yes No

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

Name: Wesley L. Austin, MADSON & METCALF

Internal Address:

Street Address: 15 West South Temple, Suite 900

City: Salt Lake City State: UT ZIP: 84101

6. Total number of applications and registrations involved

8

7. Total fee (37 CFR 3.41) \$ 215.00

- Credit Card Payment Form Enclosed
- Authorized to be charged to deposit account (any deficiencies)

8. Deposit account number:

13-0763

(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.

Wesley L. Austin
Name of Person Signing

Signature

July 9, 2002
Date

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

3

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

TRADEMARK
REEL: 002544 FRAME: 0770

TRADEMARK ASSIGNMENT

emWare: emWare, Inc.
(a Delaware corporation)
6322 South 3000 East, Suite 250
Salt Lake City, Utah
84121

Sage: Sage Systems, Incorporated
(a California corporation)
1175 59th Street, Suite 7
Oakland, California
94608

This Trademark Assignment is dated May 17, 2002 and is by and between Sage and emWare who hereby agree as follows:

1. Trademark Rights. The "Trademark Rights" shall mean the rights of Sage in the following registered and pending trademarks, together with the goodwill of the business symbolized by and associated with these trademarks:

- a) the trademark "DATACCORD", which registered on the Principal Register of the United States Patent and Trademark Office on May 22, 2001 as Registration No. 2,453,568;
- b) the trademark "IF IT'S PLUGGED IN, IT'S CONNECTED", which is the subject of an application for registration filed in the United States Patent and Trademark Office on June 16, 2000 as Serial No. 76/071,661;
- c) the trademark "FAIR-SHARE", which is the subject of an application for registration filed in the United States Patent and Trademark Office on January 29, 1999 as Serial No. 75/630,562;
- d) the trademark "ALADN", which is the subject of an application for registration filed in the United States Patent and Trademark Office on April 30, 1999 as Serial No. 75/694,942;
- e) the trademark "NETWORKING EVERYTHING ELSE", which is the subject of an application for registration filed in the United States Patent and Trademark Office on November 9, 1999 as Serial No. 75/844,302;
- f) the trademark "HOME INTEGRATION NETWORK", which is the subject of an application for registration filed in the United States Patent and Trademark Office on May 15, 1998 as Serial No. 75/486,228;
- g) the trademark "HIGATE", which is the subject of an application for registration filed in the United States Patent and Trademark Office on October 9, 1998 as Serial No. 75/568,362; and
- h) the trademark "HINET", which is the subject of an application for registration filed in the United States Patent and Trademark Office on October 8, 1996 as Serial No. 75/185,040.

2. Assignment of Trademark Rights. emWare desires to obtain and secure ownership of the entire right, title, and interest in and to the Trademark Rights. For good and valuable consideration paid to Sage by emWare, the receipt and sufficiency of which are hereby acknowledged, SAGE HEREBY SELLS, ASSIGNS AND TRANSFERS TO EMWARE all of the Trademark Rights. All of the rights are to be held and enjoyed by emWare for its own use and enjoyment and for the use and enjoyment of its successors and assigns to the full end of the term or terms for which trademarks may be registered as fully and entirely as the same would have been held and enjoyed by Sage if this assignment, transfer and sale had not been made.

3. Issuing Trademarks. Sage hereby authorizes and requests the United States Commissioner of Patents and Trademarks, and such officials in foreign countries as are duly authorized by their laws to register trademarks, to issue any and all certificates of registration of the trademarks to emWare as the owner of the entire interest, for the sole use and benefit of emWare, its successors, assigns and legal representatives.

4. Cooperation. Sage hereby agrees to use its reasonable efforts, at the cost of emWare, to sign all lawful papers and to perform all other lawful acts which emWare may request to make this Assignment fully effective.

5. Enforcement of Trademark Rights. emWare shall have the right to enforce the rights under the Trademark Rights including the right to sue for past, present and future trademark infringement.

AGREED TO AND ACCEPTED BY:

EMWARE, INC.

By:



(signature)

Name:

MARK W. WINN

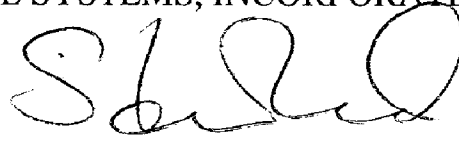
(print)

Title:

SUP CFO

SAGE SYSTEMS, INCORPORATED

By:



(signature)

Name:

STEVE RASCHKE

(print)

Title:

PRESIDENT