

09-12-2002

RI



IEET

20

102219406

Commissioner for Trademarks: Please record the document

1. Name of conveying party(ies):  
 ActionPoint, Inc.  
 Individual(s)  
 Association  
 General Partnership  
 Limited Partnership  
 Corporation—State  
 Other \_\_\_\_\_  
 Additional name(s) attached?  Yes  No

8-20-02

2. Name and address of receiving party(ies):  
 IDEXX Laboratories, Inc.  
 One IDEXX Drive  
 Westbrook, Maine 04093  
 Individual(s) Citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation—State Delaware  
 Other \_\_\_\_\_  
 If the assignee is not domiciled in the United States, a domestic representative designation is attached.  Yes  No  
 Additional names/addresses attached?  Yes  No

3. Nature of conveyance:  
 Assignment  
 Merger  
 Security Agreement  
 Change of Name  
 Other:  
 Execution Date: July 31, 2002

4. Application number(s) or trademark number(s):  
 A. Trademark Application No(s):  
 B. Trademark No(s):  
1511566  
 Additional numbers attached?  Yes  No

5. Name/address of party to whom correspondence concerning document should be mailed:  
 CYNTHIA E. JOHNSON, ESQ.  
 Fish & Richardson P.C.  
 225 Franklin Street  
 Boston, Massachusetts 02110-2804

6. Total number of applications and registrations involved: 1  
 7. Total fee (37 CFR §3.41): \$40  
 Enclosed  
 Authorized to charge Deposit Account.  
 8. Deposit Account No.: 06-1050  
 Please apply any additionally charges, or any credits, to our Deposit Account No. 06-1050.

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 the attached is a true copy of the original document.*

Cynthia E. Johnson  
Name of Person Signing

Signature

8/16/02  
Date

Total number of pages including cover sheet, attachments, and document: 3

20492735.doc

09/11/2002 LNUELLER 00000109 1511566

01 FC:481

40.00 OP

CERTIFICATE OF MAILING BY EXPRESS MAIL

Express Mail Label No. EL 932079514 US

Date of Deposit: August 19, 2002

TRADEMARK  
REEL: 2580 FRAME: 0537

ORIGINAL

ASSIGNMENT

This Assignment is made and is effective this 31<sup>st</sup> day of July 2002, by and between IDEXX Laboratories Inc. ("IDEXX"), a Delaware corporation having a place of business at One IDEXX Drive, Westbrook, ME 04093 and ActionPoint, Inc. ("ActionPoint"), a Delaware corporation having a place of business at 1299 Parkmoor Avenue, San Jose, California 95126-3448.

WHEREAS, Input Software, Inc. is the current owner of record of the CORNERSTONE mark, and U.S. Registration No. 1,511,566 thereof, for use in connection with "computer programs and instruction manuals sold as a unit" in Int. Class 9;

WHEREAS Input Software, Inc. ("Input Software") changed its name to ActionPoint, Inc. on April 19, 2000;

WHEREAS, Input Software was assigned U.S. Registration No. 1,511,566 from Cornerstone Imaging, Inc., a Delaware corporation having a place of business at 1701 Fortune Drive, San Jose, California 95131, and this assignment was recorded with the Patent and Trademark Office on September 28, 1999;

WHEREAS, Cornerstone Imaging, Inc. was assigned U.S. Registration No. 1,511,566 from Up-Time Ltd., an Oklahoma Corporation having a place of business at 1140 N.W. 63<sup>rd</sup>, Oklahoma City, Oklahoma 73116, and this assignment was recorded with the Patent and Trademark Office on May 30, 1996;

WHEREAS, Up-Time Ltd.'s predecessor Up-Time Systems-Software, Inc., the applicant and original owner of U.S. Registration No. 1,511,566, entered into a License Agreement with PSI (Professionals' Software, Inc.), a Delaware corporation having its principal place of business at One PSI Plaza, P.O. Box 1348, Effingham, Illinois 62401, whereby in exchange for payment of the sum of \$15,000 PSI acquired the exclusive right to use the trademark CORNERSTONE in connection with "veterinary computer software, namely, software to be marketed to and for use in offices and clinics of veterinarians" for a period of twenty (20) years commencing December 31, 1992;

WHEREAS, IDEXX Laboratories, Inc. purchased all the issued shares of stock of PSI and on July 16, 1997 Cornerstone Imaging, Inc. consented in writing to this transaction, pursuant to paragraph 7(b) of the License Agreement;

WHEREAS, IDEXX is now desirous of acquiring a quitclaim assignment to the CORNERSTONE mark, and U.S. Registration No. 1,511,566 thereof;

WHEREAS, ActionPoint is willing to grant IDEXX with a quitclaim assignment to the CORNERSTONE mark, and U.S. Registration No. 1,511,566 thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, ActionPoint and IDEXX hereby agree as follows:


1. ActionPoint, does hereby sell, assign, and transfer unto IDEXX a quitclaim assignment of the entire right, title and interest in and to the CORNERSTONE mark worldwide, including U.S. Registration No. 1,511,566 thereof, together with the goodwill of the business associated and symbolized by the mark and the above-identified registration. Said quitclaim assignment is made AS-IS without warranty of any kind.

2. In consideration for the quitclaim assignment of the CORNERSTONE mark, IDEXX will pay to ActionPoint the amount of \$ \_\_\_\_\_, payment of which is to be made simultaneously with the execution of this Assignment.

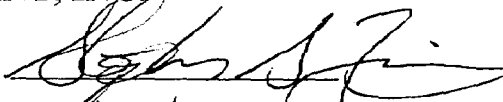
3. IDEXX will take all actions and pay all costs associated with perfecting and recording this assignment. ActionPoint will in good faith execute all documents, and provide all documents in its possession, reasonably requested by IDEXX in furtherance thereof.

IN WITNESS WHEREOF, by their execution through their respective duly authorized representatives below, IDEXX and ActionPoint agree to all of the covenants and terms of this Agreement:

**IDEXX LABORATORIES, INC.**

Signature:   
Printed Name: Merilee Raines  
Title: V.P. of Finance,  
Assistant Secretary &  
Treasurer  
Date: August 8, 2002

**ACTIONPOINT, INC.**

Signature:   
Printed Name: Stephen S. Francis  
Title: CEO  
Date: 31 July 2002

20055467.doc