

11/19/02

11-25-2002

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



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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): AEA Technology plc
Individual(s) Association General Partnership Limited Partnership Corporation-State Other public limited company
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: UES Software, Inc.
Internal Address:
Street Address: 4401 Dayton-Xenia Road
City: Dayton State: Ohio Zip: 45432
Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Ohio Other
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
Assignment Merger Security Agreement Change of Name Other
Execution Date: August 30, 2000

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s) 2021585
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Kimberly Gambrel
Internal Address: Killworth Gottman Hagan & Schaeff, L.L.P.
Street Address: One South Main Street, Suite 500 One Dayton Centre
City: Dayton State: Ohio Zip: 45402

6. Total number of applications and registrations involved: 1
7. Total fee (37 CFR 3.41): \$ 40.00
Enclosed Authorized to be charged to deposit account
8. Deposit account number:
(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.
Kimberly Gambrel November 14, 2002
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 13

11/22/2002 LWELLER 00000204 2021585

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

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TRADEMARK REEL: 002621 FRAME: 0307

THIS AGREEMENT is made on *30th* August 2000

BETWEEN

- (1) AEA Technology plc (registered number 3095862) whose registered office is at 329 Harwell, Didcot, Oxfordshire OX11 0RA, England ("the Assignor"); and
- (2) UES Software Inc (charter number 966582) whose principal place of business is at 4401 Dayton-Xenia Road, Dayton, Ohio 45432, U.S.A. ("the Assignee")

OPERATIVE PROVISIONS

1. INTERPRETATION

In this Agreement:

- 1.1 the following expressions have the following meanings unless inconsistent with the context:

CONFIDENTIAL

"AEA MCPA Software"

those elements of the MCPA Software, as more particularly detailed at **Schedule 2** the Intellectual Property in which is owned by the Assignor

CONFIDENTIAL

CONFIDENTIAL

CONFIDENTIAL

“Intellectual Property”

all industrial and intellectual property rights subsisting in any part of the world including without limitation patents, trade marks or trade names, service marks, designs, design rights, know-how, database rights and copyrights (in each case whether registered or not) and applications for the same

"Intellectual Property Rights" the Intellectual Property in the Software

CONFIDENTIAL

CONFIDENTIAL

"Software"

the AEA MCPA Software

CONFIDENTIAL

CONFIDENTIAL

2. ASSIGNMENT

2.1 In consideration of **CONFIDENTIAL** paid by the Assignee to the Assignor in accordance with clause 6.2, the Assignor assigns to the Assignee with full title guarantee:

2.1.1 all right, title and interest in and to the Intellectual Property Rights and all rights, powers, liberties and immunities attaching to the Intellectual Property Rights;

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SCHEDULE 2

AEA MCPA Software

FACSIMILE, FACSIMILE for Windows

CONFIDENTIAL

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SIGNED by)
duly authorised to sign for and on behalf of)
AEA TECHNOLOGY PLC)
in the presence of:)



RAY PROCTOR
FINANCE
DIRECTOR

Witness signature:



Name: JAMES CAVANAGH

Address: 40 ST HILDA'S CLOSE, DIDCOT, OXON

Occupation: CORPORATE INVESTMENT MANAGER

SIGNED by)
duly authorised to sign for and on behalf of)
UES SOFTWARE INC)
in the presence of:)

Witness signature:

Name:

Address:

Occupation:

SIGNED by [NAME])
duly authorised to sign for and on behalf of)
AEA TECHNOLOGY PLC)
in the presence of:)

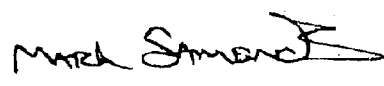
Witness signature:


Name:

Address:

Occupation:

SIGNED by MARK SAMONDS)
duly authorised to sign for and on behalf of)
UES SOFTWARE INC)
in the presence of:)



Witness signature: 

Name: LINDA FAZZANI

Address: BEVERLE HOUSE, 154 FLEET ST.
LONDON EC4A 2DQ.

Occupation: ~~SENIOR~~