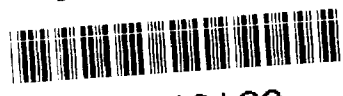


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Form PTO-594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

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):  
Focus Software, Incorporated

1-21-03

Individual(s)       Association  
 General Partnership       Limited Partnership  
 Corporation-State of Arizona  
 Other \_\_\_\_\_

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

2. Name and address of receiving party(ies)  
Name: Zemax Development Corporation  
Internal Address: \_\_\_\_\_  
Address: \_\_\_\_\_  
Street Address: 4901 Morena Boulevard, Suite 207  
City: San Diego State: CA Zip: 92117

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State of California  
 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       Merger  
 Security Agreement       Change of Name  
 Other \_\_\_\_\_

Execution Date: 01/10/2003

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s)  
B. Trademark Registration No.(s)  
2234176

Additional number(s) attached  Yes  No

OFFICE OF PATENT RECORDS  
2003 JAN 21 AM 9:14  
FINANCE SECTION

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: Thomas Schneck  
Internal Address: \_\_\_\_\_  
Street Address: P.O. Box 2-E  
City: San Jose State: CA Zip: 95109-0005

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:  
19-0590 (for any additional fees)

(Attach duplicate copy of this page if paying by deposit account)

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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.*

Thomas Schneck      01/14/2003  
Name of Person Signing      Signature      Date

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

01/23/2003 LMUELLER 00000019 2234176  
01 FC:0321

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

40.00 DP

TRADEMARK  
REEL: 002656 FRAME: 0760

# **ASSIGNMENT**

*WHEREAS*, FOCUS SOFTWARE, INCORPORATED (the "Assignor"), a corporation of the State of Arizona, having a business address of P.O. Box 18228, Tucson, Arizona 85731, is the owner of the following trademark for which Assignor owns the following identified trademark registration on the Principal Register of the United States Patent and Trademark Office for the goods identified therein ("the Mark"):

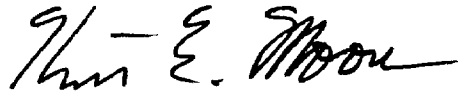
<u>Trademark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
ZEMAX	2,234,176	March 23, 1999

*WHEREAS*, ZEMAX DEVELOPMENT CORPORATION (the "Assignee"), a corporation organized under the laws of the State of California, having a business address of 4901 Morena Boulevard, Suite 207, San Diego, California 92117, is desirous of acquiring the Mark and the above referenced registration therefor;

*NOW THEREFORE*, in good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest, including, but not limited to, common law and federal trademark rights, in and to the Mark, together with the goodwill of the business symbolized by the Mark, and the registration thereof.

*IN WITNESS WHEREOF*, this said Assignor has executed and delivered this instrument this 10<sup>TH</sup> day of JANUARY, 2003.

FOCUS SOFTWARE, INCORPORATED

A handwritten signature in cursive script, appearing to read "Kenneth E. Moore".

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Kenneth E. Moore, President