


60038.800400

RECORDATION FORM COVER SHEET TRADEMARKS ONLY		U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office
Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼ ▼		
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.		
1. Name of conveying party(ies): Caice Software Corporation <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other Florida _____ Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and address of receiving party(ies) Name: Autodesk, Inc. Internal Address: _____ Street Address: 111 McInnis Parkway City: San Rafael State: CA Zip: 94903 <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State Delaware <input type="checkbox"/> Other _____ <small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment)</small> Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: 09/26/2002		
4. Application number(s) or registration number(s): A. Trademark Application No.(s) _____ _____ B. Trademark Registration No.(s) _____ _____ Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
5. Name and address of party to whom correspondence concerning document should be mailed: Name: IPLO Intellectual Property Law Offi Internal Address: Michael J. Hughes _____ _____ Street Address: 1901 S. Bascom Avenue, Suite 660 City: Campbell State: CA Zip: 95008	6. Total number of applications and registrations involved: 32 7. Total fee (37 CFR 3.41).....\$ 815.00 <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: 08-3240	
DO NOT USE THIS SPACE		
9. Signature. <div style="display: flex; justify-content: space-between; align-items: flex-end;"> <div style="text-align: center;"> Michael J. Hughes Name of Person Signing </div> <div style="text-align: center;">  Signature </div> <div style="text-align: center;"> 12 June 2003 Date </div> </div> <div style="text-align: center; margin-top: 10px;"> <small>Total number of pages including cover sheet, attachments, and document:</small> 6 </div>		

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

CONTINUED OF ITEM #4 - Application or Registration numbers - Attachment

Trademark	Registration No	Serial No	IPLO ID#
CAISE	1970895		60038.228101
CAICE	1658840		60038.228201
VISUAL	1962830		60038.228301
FIELD TO FIELD	1970894		60038.228401
GEOMETRIC MODELING LANGUAGE (GML)	1964895		60038.228501
THE VISUAL SOLUTION	1970896		60038.228601
VISUAL ROADS	1852283		60038.228701
VISUAL GEOMETRY	1994313		60038.228801
VISUAL DIGITAL TERRAIN MODELING (DTM)	1973518		60038.228901
VISUAL HYDRO	2190787		60038.229001
VISUAL WORLDS	2187637		60038.229101
VISUAL SWMM	2354704		60038.229201
VISUAL WEBBOAT	2391394		60038.229301
VISUAL CULVERT	2433103		60038.229401
VISUAL CAD	2462912		60038.229501
VISUAL HIGHWAY DRAINAGE	2501140		60038.229601
VISUAL TUGBOAT	2474990		60038.229701
VISUAL URBAN DRAINAGE	2523635		60038.229801
VISUAL MODELING	2523634		60038.229901
VISUAL DRAINAGE	2551342		60038.230001
VISUAL TOOLS	2560580		60038.230101
VISUAL CONSTRUCTION	2560706		60038.230201
VISUAL SURVEY	2560707		60038.230301
VISUAL TOOLBOX	2568718		60038.230401
VISUAL CADLINKS	2665594		60038.230501
VISUAL DESIGN	2696939		60038.230601
VISUAL LANDSCAPE	2623601		60038.230701
VISUAL BRIDGE		76/428990	60038.230801
VISUAL SITE		76/428989	60038.230901
VISUAL COGO		76/428992	60038.231001
VISUAL RAIL		76/428991	60038.231101
SMART OBJECTS		76/428988	60038.231201

TRADEMARK ASSIGNMENT

WHEREAS, **CAiCE SOFTWARE CORPORATION**, a Florida corporation, previously known as AGA Computer Services, Incorporated, a Florida corporation ("CAiCE"), is the owner of the trademarks, service marks, trade dress, logos, trade names, and corporate names, whether or not registered, including all common law rights, and registrations, and applications for registration thereof, including, but not limited to, all marks registered in the United States Patent and Trademark Office, the Trademark Offices of the States and Territories of the United States of America, and the Trademark Offices of other nations throughout the world, and all rights therein provided by international treaties or conventions (collectively, the "Marks, Registrations, and Applications"), and which such Marks, Registrations, and Applications are listed on the attached Exhibit A.

WHEREAS, **AUTODESK, INC.**, a Delaware corporation ("Autodesk"), having offices located at 111 McInnis Parkway, San Rafael, California, 94903, is desirous of acquiring the entire right, title, and interest in said Marks, Registrations, and Applications.

WHEREAS, the parties have entered into that certain Asset Purchase Agreement dated as of September 26, 2002, pursuant to which CAiCE sold, conveyed, transferred, assigned, and delivered to Autodesk all of CAiCE's right, title, and interest in and to the Trademarks and other intellectual property rights therein together with the business associated therewith:

NOW, THEREFORE, in consideration for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, CAiCE hereby sells, assigns, transfers, conveys, and delivers to Autodesk the entire right, title, and interest in and to said Marks, Registrations, and Applications, including the right to sue for damages and other remedies in respect of any infringement of the Marks, Registrations, and Applications which may have occurred before the date of this assignment, together with the goodwill of the business symbolized by said Marks, Registrations, and Applications.

Each of the parties hereto shall use its commercially reasonable efforts to take, or cause to be taken, all appropriate action, do or cause to be done all things necessary, proper or advisable under applicable laws, and execute and deliver such documents and other papers, as may be required to carry out the provisions of this Trademark Assignment and consummate and make effective the transactions contemplated by this Trademark Assignment.

This Trademark Assignment may be executed in one or more counterparts, each of which shall be an original, but which together shall constitute one and the same instrument.

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California }
County of Marin } ss.

On May 16, 2003, before me, Christine J. Kalb, Notary Public,
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared Marcia K. Sterling,
Name(s) of Signer(s)

personally known to me
 proved to me on the basis of satisfactory evidence



to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Christine Kalb
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Trademark Assignment

Document Date: May 16, 2003 Number of Pages: 4

Signer(s) Other Than Named Above: Giselle X. Akman

Capacity(ies) Claimed by Signer

- Signer's Name: Marcia K. Sterling
- Individual
- Corporate Officer — Title(s): Senior Vice President, Secretary,
- Partner — Limited General and General Counsel
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer Is Representing: Autodesk, Inc.



EXHIBIT A

<u>TRADEMARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
CAISE®	1,970,895	4/30/96
CAiCE®	1,658,840	10/1/91
Visual®	1,962,830	3/1/96
Field to Field®	1,970,894	4/30/96
Geometric Modeling Language (GML)®	1,964,895	4/2/96
The Visual Solution®	1,970,896	4/30/96
Visual Roads®	1,852,283	9/6/94
Visual Geometry®	1,994,313	8/20/96
Visual Digital Terrain Modeling (DTM)®	1,973,518	5/7/96
Visual Hydro®	2,190,787	9/22/98
Visual Worlds®	2,187,637	9/8/98
Visual SWMM®	2,354,704	6/6/00
Visual WebBoat®	2,391,394	10/3/00
Visual Culvert®	2,433,103	3/6/01
Visual CAD®	2,462,912	6/19/01
Visual Highway Drainage®	2,501,140	10/23/01
Visual TugBoat®	2,474,990	8/7/01
Visual Urban Drainage®	2,523,635	12/25/01
Visual Modeling®	2,523,634	12/25/01

Visual Drainage®	2,551,342	3/19/02
Visual Tools®	2,560,580	4/9/02
Visual Construction®	2,560,706	4/9/02
Visual Survey®	2,560,707	4/9/02
Visual Toolbox®	2,568,718	5/7/02
Visual CADLinks®	2,665,594	12/24/02
Visual Design®	2,696,939	3/18/03
<u>Trademark Application Process</u>	<u>Serial No.</u>	<u>Filing Date</u>
Visual Landscape™	76/187,787	12/27/00
Visual Bridge™	76/428,990	7/9/02
Visual Site™	76/428,989	7/9/02
Visual COGO™	76/428,992	7/9/02
Visual Rail™	76/428,991	7/9/02
Smart Objects™	76/428,988	7/9/02