

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Powerware Group, Inc.		11/06/2003	CORPORATION:
RECEIVING PARTY DATA			
Name:	Powerware Corporation		
Street Address:	8609 Six Forks Road		
City:	Raleigh		
State/Country:	NORTH CAROLINA		
Postal Code:	27615		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2113467	FORESEER	
CORRESPONDENCE DATA			
Fax Number:	(508)549-6295		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	508-549-6320		
Email:	nicole.linehan@foxboro.com		
Correspondent Name:	Nicole Linehan		
Address Line 1:	33 Commercial Street		
Address Line 2:	B52-2J		
Address Line 4:	Foxyboro, MASSACHUSETTS 02035		
ATTORNEY DOCKET NUMBER:	B11417		
NAME OF SUBMITTER:	Nicole Linehan		
Total Attachments: 1 source=assPowerware11.07.03#page1.tif			

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TRADEMARK ASSIGNMENT

THIS Assignment is made by Powerware Group, Inc., a Delaware corporation, (the "Assignor") to Powerware Corporation, a Delaware corporation, having a place of business at 8609 Six Forks Road, Raleigh, North Carolina 27615 (the "Assignee").

WHEREAS, Assignor is the sole owner of the trademark FORESEER, Registration No. 2113467 hereto (the "Trademark"), and the goodwill of the businesses in connection with which such marks are used; and

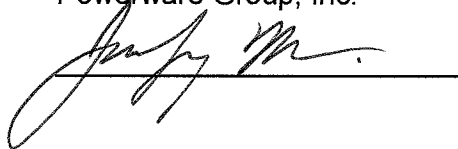
WHEREAS, Assignee desires to acquire the Trademark and the goodwill represented thereby;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee the entire right, title and interest in and to the Trademark that it owns, including all rights to sue and recover for past infringement, the goodwill represented by the Trademark, and the certificates of registration of the Trademark.

Powerware Group, Inc.

Date: November 6, 2003

By:

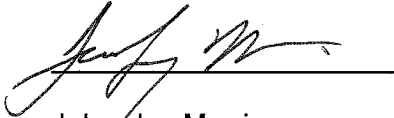


Name: Jules Jay Morris

Its: Vice President and Chief IP Counsel of Invensys plc and Designated by the Secretary of Powerware Group, Inc. to sign on its behalf

Accepted by:
Powerware Corporation

By:



Name: Jules Jay Morris

Date: November 6, 2003

Its: Vice President and Chief IP Counsel of Invensys plc and Designated by the Secretary of Powerware Corporation to sign on its behalf