

U.S. DEPARTMENT OF COMMERCE

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

Patent and Trademark Office  
Docket No. 058785.2310

To the Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of Conveying party(ies): Ontario Acquisition Corp. <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 Delaware Additional name(s) of conveying party(ies) attached?   <input type="checkbox"/> Yes   <input checked="" type="checkbox"/> No</p> <p>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: December 11, 2003</p>	<p>2. Name and address of receiving party(ies): Name: Pervasive Software Inc. Street Address: 12365 Riata Trace Parkway, Building II Austin, Texas 78727 <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: <u>Delaware</u> <input type="checkbox"/> Other: _____ Additional name(s) &amp; address attached?                      <input type="checkbox"/> Yes   <input checked="" type="checkbox"/> No</p>
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4. Application number(s) or registration number(s):

<p>A. Trademark Application No.(s):</p>	<p>B. Registration No.(s): 2,196,949</p>
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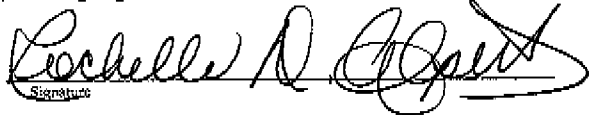
Additional numbers attached?    Yes    No

<p>5. Name and address of party to whom correspondence concerning document should be mailed: Rochelle D. Alpert Morgan, Lewis &amp; Bockius LLP One Market Spear Street Tower San Francisco, CA 94105</p>	<p>6. Total number of applications and trademark registrations involved: 1 7. Total fee (37 C.F.R. § 3.41): \$40.00 <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account, referencing Attorney Docket: 058785.2310 8. Deposit account number: <u>13-4520</u></p>
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The Commissioner is hereby authorized to charge any fees under 37 C.F.R. § 1.21 which may be required by this paper, or to credit any overpayment to Deposit Account No. 13-4520

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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.

Rochelle D. Alpert                                            December 16, 2003  
Name    Signature    Date

Total number of pages comprising cover sheet, attachment and document: 2

Mail documents to be recorded with required cover sheet information to:  
Director of the United States Patent and Trademark Office  
P.O. Box 1450  
Alexandria, VA 22313-1450

CH \$40.00 134520 2196949

**TRADEMARK ASSIGNMENT**

Ontario Acquisition Corp., ("Assignor"), a Delaware corporation, acquired and owns the registered mark AUDITMASTER (hereinafter "Mark") in the United States and Canada as follows:

AUDITMASTER, U.S. Registration No. 2,196,949

AUDITMASTER, Canadian Registration No. TMA489274

Pervasive Software Inc., a Delaware corporation, located and doing business at 12365 Riata Trace Parkway Building II, Austin, Texas 78727 ("Assignee") desires to acquire and own the AUDITMASTER Mark and any and all registrations for this Mark;

For good and valuable consideration, receipt of which is hereby acknowledged, Assignor assigns to Assignee all its right, title and interest in and to the Mark, together with the goodwill of the business symbolized by the Mark, and specifically the above identified registration for the Mark. This assignment includes the right to sue and recover damages for past and future infringements in any court and/or to bring any proceeding for cancellation or opposition based on the Mark. Assignee's right, title and interest in the Mark shall be held and enjoyed by Assignee and Assignee's successors and assigns as fully and exclusively as it would have been held and enjoyed by Assignor had this assignment not been made.

Assignor executes this document on the date indicated below.

By:  Date: 12-11-03  
Name: John Farr  
Title: V/P