

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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):

Caere Corporation

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other _____
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: 12/26/2001

2. Name and address of receiving party(ies)

Name: ScanSoft, Inc.

Internal Address: _____
Address: _____

Street Address: 9 Centennial Drive

City: Peabody State: MA Zip: 01960

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware
- 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

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) _____
1,809,952

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Judith R.S. Stern

Internal Address: Bromberg & Sunstein LLP

Street Address: 125 Summer Street

City: Boston State: MA Zip: 02110

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

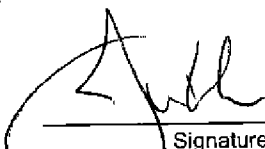
- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:
19-4972

DO NOT USE THIS SPACE

9. Signature.

Julia Huston
Name of Person Signing



Signature

January 9, 2004
Date

Total number of pages including cover sheet, attachments, and document: 5

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

CH \$40.00 194972 1809952

TRADEMARK ASSIGNMENT

THIS ASSIGNMENT is made and delivered by Caere Corporation, a corporation organized and existing under the laws of the State of Delaware, with its principal place of business at 100 Cooper Court, Los Gatos, California 95032 (hereinafter "Assignor"), in favor of ScanSoft, Inc., a corporation organized and existing under the laws of the State of Delaware, with its principal place of business at 9 Centennial Drive, Peabody, Massachusetts 01960 (hereinafter "Assignee").

WHEREAS, Assignor owns the trademark registrations and pending trademark application listed in Schedule A (hereinafter, "Trademarks") and;

WHEREAS, Assignor wishes to assign, transfer, convey and deliver the Trademarks to Assignee;

NOW, THEREFORE, for good and valuable consideration the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign, transfer, convey and deliver to Assignee, successor to the portion of the business to which the Trademarks pertain, all rights, title, and interest in and to the Trademarks and to the applications therefor set forth above, together with the goodwill symbolized by the Trademarks and that portion of the business which is ongoing and existing to which the Trademarks pertain.

Executed this 21st day of December 2001.

Caere Corporation

By: Gerald C. Kent Jr.

Name: Gerald C. Kent Jr.

Title: Secretary

Executed this 26th day of December 2001.

ScanSoft, Inc.

By: Richard S. Palmer

Name: Richard S. Palmer

Title: Sr. V.P. and Chief Financial Officer

SCHEDULE A**U.S. Trademark Registrations**

Mark	Registration Number	Registration Date
ADAPTIVE RECOGNITION TECHNOLOGY	2,029,362	January 7, 1997
CAERE	2,309,137	January 18, 2000
CAERE	1,104,256	October 17, 1978
CAERE & Design	1,854,063	September 13, 1994
EASY-SCANNER	1,489,072	May 24, 1988
MICROWEDGE	2,056,272	April 22, 1997
OMNIFORM	1,957,941	February 20, 1996
OMNIPAGE	1,579,806	January 30, 1990
OMNIPAGE	1,443,942	June 23, 1987
OMNIPAGE PRO	1,991,305	August 6, 1996
PAGEKEEPER	1,809,952	December 7, 1993
PCREADER	1,326,436	March 19, 1985
PCSCANNER	1,348,795	July 9, 1985
SCAN-NET	1,448,309	July 21, 1987
TRUEPAGE	1,949,460	January 16, 1996
WORDSCAN (Stylized)	1,760,588	March 23, 1993

U.S. Trademark Applications

Mark	Serial Number	Filing Date
EOMNIPAGE	75/918,397	February 14, 2000