

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Mijenix Corporation		09/30/2002	CORPORATION: WISCONSIN

RECEIVING PARTY DATA	
Name:	V Communications, Inc.
Street Address:	2290 N. First Street, Suite 101
City:	San Jose
State/Country:	CALIFORNIA
Postal Code:	95131
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 2		
Property Type	Number	Word Mark
Serial Number:	75098143	ZIPFOLDERS
Serial Number:	75255414	ZIPMAGIC

CORRESPONDENCE DATA	
Fax Number:	(404)572-6999
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	(404) 572-6600
Email:	trademarks@pgfm.com
Correspondent Name:	Powell Goldstein Frazer & Murphy LLP
Address Line 1:	191 Peachtree Street, N.E.
Address Line 2:	Sixteenth Floor
Address Line 4:	Atlanta, GEORGIA 30303-1736

ATTORNEY DOCKET NUMBER:	141535.00019-TM3223US00
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NAME OF SUBMITTER:	Jeanene L. Jobst
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Total Attachments: 5
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COPY**ASSET PURCHASE AGREEMENT**

THIS AGREEMENT is made this 30th day of September, 2002, by and between KROLL ONTRACK, INC., a Minnesota corporation ("Ontrack" herein) and its wholly owned subsidiary MIJENIX CORPORATION, a Wisconsin corporation ("Mijenix" herein), collectively referred to as "The Ontrack Companies", on the one hand, and V COMMUNICATIONS, INC., a California corporation, hereinafter "VCOM", on the other hand.

RECITALS

A. The Ontrack Companies own free and clear all right, title and interest to the following products and software, prior versions thereof, associated programming libraries, all user and programmer documentation, collectively referred to as the "Ontrack Products":

1. The following, referred to as the "Ontrack Software":
 - a. ZipMagic;
 - b. EasyUninstall;
 - c. SystemSuite;
 - d. Fix-It Utilities;
 - e. PowerDesk;
 - f. Internet Cleanup;
 - g. ASP technology related to the Ontrack Software; and
 - h. EasyUpdate.

2. The following Ontrack Products related to the Ontrack Software:
 - a. Ontrack mailing list and email mailing list (the "Mailing Lists") related to the Ontrack Software, to the extent permitted under privacy laws and regulations of the United States of America and the European Union;
 - b. All marketing materials and collateral related to the Ontrack Software;
 - c. All Web site content and product specific domain names associated with the Ontrack Software, more particularly described on Exhibit

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- A, attached hereto and incorporated herein by reference;
- d. All Patents related to the Ontrack Products and Software, more particularly described on Exhibit B, attached hereto and incorporated herein by reference;
- e. All copyright and trademark rights related to the Ontrack Software, more particularly described on Exhibit C, attached hereto and incorporated by reference;
- f. Certain Technology Contracts, more particularly described on Exhibit B, attached hereto and incorporated herein by reference;
- g. Certain computer Equipment (a) Build Machines that is utilized by The Ontrack Companies for building release-quality Ontrack Software; (b) Code Server with a StarTeam-compliant database utilized in managing the Ontrack Software; and (c) A web beta-testing/download authorization server used with the Ontrack Software; and
- h. The existing European inventory of The Ontrack Companies' packaging materials for the Ontrack Software.

B. The Ontrack Companies desire to transfer all of their right, title and interest in the Ontrack Products to VCOM on the terms described herein.¹

AGREEMENT

NOW, THEREFORE, the parties agree as follows:

1. Sale of Ontrack Products

For and in consideration of the terms and provisions of this Agreement, and the payment of the Purchase Price described herein, The Ontrack Companies hereby sell and transfer to VCOM, and VCOM hereby purchases from The Ontrack Companies the Ontrack Products, which represent all of the assets of Mijenix.

a. Excluded Assets. The Ontrack Companies shall not sell or transfer to VCOM, and VCOM shall not purchase or accept from The Ontrack Companies, any products or assets not specifically identified in this Agreement. All assets not specifically identified, sold and transferred to VCOM as part of this Agreement are expressly retained by The Ontrack Companies. The sale of the Ontrack Products notwithstanding, The Ontrack Companies retain all right, title and

¹ VCOM will not receive rights to the following technology that is typically bundled with Ontrack SystemSuite and Fix-It Utilities as part of the sale: RDR QuickStart

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EXECUTED on the date first above written.

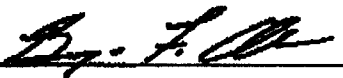
V COMMUNICATIONS, INC.,
A California Corporation

KROLL ONTRACK INC.,
A Minnesota Corporation

BY: 
FRANK VAN GILLUWE, President

BY: 

MIJENIX CORPORATION,
A Wisconsin Corporation

BY: 

File

EXHIBIT C**Trademark Rights related to the Ontrack Products and Software**

Other than those Trademarks specifically set forth below, The Ontrack Companies retain all right, title and interest in and to all other marks ("Ontrack Marks") used in the conduct of its business and VCOM does not assume any right or license to, any other Ontrack Mark not specifically mentioned below, or otherwise specifically licensed elsewhere in the Agreement:

Common Law Mark	CrashProof	U.S.		
Common Law Mark	DefragPlus	U.S.		
Common Law Mark	EasyUninstall	U.S.		
Common Law Mark	EasyUpdate	U.S.		
Registered	FIX-IT	Japan	10891/1999	4368955
Registered	FIX-IT	Germany		39906418.4
Common Law Mark	Fix-It Utilities ²	U.S.		
Common Law Mark	FixWizard	U.S.		
Registered	FreeSpace	U.S.	75/326805	2,190,114
Common Law Mark	Internet Cleanup	U.S.		
Common Law Mark	JETDefrag	U.S.		
Common Law Mark	NetDefense	U.S.		
Common Law Mark	PC Diagnostics	U.S.		
Registered	PowerDesk	U.S.	74/724078	2,041,386
Common Law Mark	RegistryMagic	U.S.		
Common Law Mark	Serenity	U.S.		
Common Law Mark	SizeManager	U.S.		
Common Law Mark	System Explorer	U.S.		

² Fix-It is used by The Ontrack Companies under license from Musick International

Common Law Mark	System LifeLine	U.S.		
Common Law Mark	SystemSaver	U.S.		
Common Law Mark	SystemSuite	US		
Common Law Mark	VirusScanner	U.S.		
Common Law Mark	WinCustomizer	U.S.		
Registered	ZipFolders	U.S.	75098143	2106516
Registered	ZipMagic	U.S.	75255414	2138977
Common Law Mark	ZipSurfer	U.S.		
Common Law Mark	ZipTools	U.S.		

ASSET PURCHASE AGREEMENT

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TOTAL P.06