

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
Transoft Technology Corporation		08/10/1998	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Transoft, Ltd.
Street Address:	Transoft House, 5J Langley Business Centre
Internal Address:	Station Road
City:	Langley Slough
State/Country:	UNITED KINGDOM
Postal Code:	SL3 8DS
Entity Type:	CORPORATION: UNITED KINGDOM

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	1780111	TRANSOFT

CORRESPONDENCE DATA	
Fax Number:	(678)420-9301
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	678 420 9300
Email:	ngardner@needlerosenberg.com
Correspondent Name:	Nancy K. Gardner
Address Line 1:	999 Peachtree Street
Address Line 2:	Suite 1000
Address Line 4:	Atlanta, GEORGIA 30309-3915

ATTORNEY DOCKET NUMBER:	20030.3005US
-------------------------	--------------

DOMESTIC REPRESENTATIVE	
Name:	
Address Line 1:	
Address Line 2:	

OP \$40.00 1780111

Address Line 3:

Address Line 4:

NAME OF SUBMITTER:

Nancy K. Gardner

Total Attachments: 2

source=TRANSOFT assignment p1#page1.tif

source=TRANSOFT assignment p2#page1.tif

Exhibit "A"

ASSIGNMENT

WHEREAS, Transoft Technology Corporation, a Delaware Corporation, having its principal place of business located at 425 East Cota Street, Santa Barbara, California ("Transoft/CA"), has adopted, used and is using the trademark "TRANSOFT," and is the owner of U.S. Federal Trademark Registration No. 1,780,111 for that mark; and

WHEREAS, Transoft, Ltd., a British corporation, having its principal place of business located at Transoft House, 5J Langley Business Centre, Station Road, Langley Slough SL3 8DS England ("Transoft/UK"), has adopted, used and is using the trademark "TRANSOFT," and is the owner of Application No. 75/145,295 for U.S. Federal Trademark Registration of that mark now pending in the United States Patent and Trademark Office; and

WHEREAS, Transoft/CA and Transoft/UK have entered into an Agreement, settling all matters between them related to their respective marks;

NOW THEREFORE, in consideration of the mutual promises and covenants expressed in the settlement Agreement and other valuable consideration, the receipt and sufficiency of which is hereby acknowledged by each party, Transoft/CA hereby assigns to Transoft/UK all right, title and interest in and to Transoft/CA's TRANSOFT trademark, together with the goodwill of the business symbolized by Transoft/CA's TRANSOFT trademark, and the registration therefor.

TRANSOFT TECHNOLOGY CORPORATION

Attest: _____

By: 

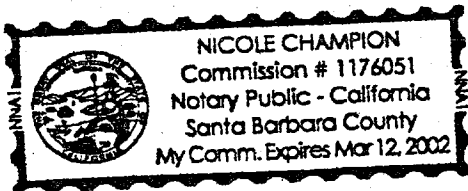
[SEAL]


Title: CEO

STATE OF CALIFORNIA)
)ss.
COUNTY OF SANTA BARBARA)

On August 10, 1998, before me, Nicole Champion,
Notary Public in and for said County and State, personally appeared Michael
Klein, personally known to me (or 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 entity upon behalf of which the person(s) acted, executed the
instrument.

WITNESS my hand and official seal.





Notary Public in and for Said County and State