

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
ISTRIA FINANCE & TECHNOLOGY, S.A.	D2M Technologies, S.A.	05/17/2004	CORPORATION: FRANCE

RECEIVING PARTY DATA	
Name:	Allen Systems Group, Inc.
Street Address:	1333 Third Avenue South
City:	Naples
State/Country:	FLORIDA
Postal Code:	34102
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	2669522	TRACKBIRD

CORRESPONDENCE DATA	
Fax Number:	(239)213-3483
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	(239) 435-3683
Email:	patricia.morton@asg.com
Correspondent Name:	Patricia Morton
Address Line 1:	1333 Third Avenue South
Address Line 4:	Naples, FLORIDA 34102

NAME OF SUBMITTER:	Derek Eckelman
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Total Attachments: 3 source=Assignment.tif#page1.tif source=Assignment.tif#page2.tif source=Assignment.tif#page3.tif
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OP \$40.00 2669522

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT, made as of the 12th day of May, 2004, is entered into by and between of **ISTRIA FINANCE & TECHNOLOGY**, a *société anonyme* organized under the laws of France (the "Assignor"), and **ALLEN SYSTEMS GROUP, INC.**, a Delaware corporation ("Assignee").

WHEREAS, the shareholders of Assignor and Assignee have entered into that certain Share Purchase Agreement dated 12th day of May, 2004 (the "Share Purchase Agreement").

WHEREAS, Assignor has adopted, used and is using the following registered trademarks as noted in Annex 1, hereto, and unregistered trademarks, pending trademarks and names relating to the Trackbird Programs, as defined in the Share Purchase Agreement; and

WHEREAS, Assignee is desirous of acquiring said marks and names.

NOW, THEREFORE, in consideration of ten dollars (\$10.00), and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignor does hereby assign, convey, sell, release, deliver and transfer unto the Assignee, and its successors and assigns, all right, title and interest of the Assignor in and to said marks and names, together with the goodwill of the business symbolized by the marks and names.

For the consideration aforesaid, the Assignor agrees that it will do, execute and deliver, or will cause to be done, executed or delivered, all such further oaths, acts, documents or instruments of transfer, conveyance or assignment as shall be necessary and appropriate to vest in or confirm to the Assignor, its successors and assigns the entire right, title, interest and ownership in the marks and names as may be reasonably requested by the Assignee.

IN WITNESS WHEREOF, this Trademark Assignment has been duly executed
this 12th day of May, 2004.

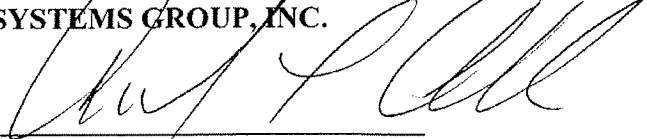
ISTRIA FINANCE & TECHNOLOGY S.A.
Assignor



By: _____
Arthur L. Allen
President and General Manager

Agreed to and accepted by:

ALLEN SYSTEMS GROUP, INC.
Assignee



By: _____
Arthur L. Allen
President and Chief Executive Officer

ANNEX 1 TO TRADEMARK ASSIGNMENT

FRANCE

	<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>
1.	AU DELÀ DE VOTRE IMAGINATION	01 3 074 968	January 5, 2001
2.	BEYOND YOUR IMAGINATION	01 3 074 969	January 5, 2001
3.	D2M	94500285	January 5, 1994
4.	NETBIRD	99 800 532	June 28, 1999
5.	TRACKBIRD	99 796 569	June 4, 1999

UNITED STATES

	<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>
1.	TRACKBIRD	2669522	December 31, 2002