

07-06-2004

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Docket No.: 1086.0099-000

To the Director of the U.S. Patent and

102783492

1 original documents or copy thereof.

1. Name of conveying party(ies)

Hyprotech UK Limited

- Individual(s)
- General Partnership
- Corporation - State
- Other United Kingdom
- 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: June 24, 2004

2. Name and address of receiving party(ies)

Name: Aspen Technology, Inc.

Internal Address: \_\_\_\_\_

Street Address: Ten Canal Park

City: Cambridge State: MA ZIP: 02141

- Association
- 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)

07/02/2004 MBETACHE 00000063 2579258

01 FC:8521

40.00 OP

B. Trademark Registration No.(s)

2,579,258

Additional numbers attached?  Yes  No

OPR/FINANCE JUL - 1 AM 7:53

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

Name: John L. DuPré

Internal Address: \_\_\_\_\_

Hamilton, Brook, Smith & Reynolds, P.C.

Street Address: 530 Virginia Road, P.O. Box 9133

City: Concord State: MA ZIP: 01742-9133

6. Total number of applications and registrations involved: 53

7. Total Fee (37 C.F.R. 3.41)..... \$ 40.00

- Enclosed
- Authorized to charge any deficiencies or credit any overpayment to deposit account
- Authorization to charge deposit account number 08-0380

Attach a copy of this page if paying by deposit account and filing via mail.

Do not attach a copy of this page if paying by deposit account and filing via facsimile.

DO NOT USE THIS SPACE

8. 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.

John L. DuPré

Name of Person Signing

John L. DuPré  
Signature

6/29/04  
Date

TRADEMARK  
REEL: 003008 FRAME: 0206

ASSIGNMENT OF TRADEMARK

WHEREAS, Hyprotech UK Limited, organized and existing under the laws of the United Kingdom, and having its principal place of business at 329 Harwell Didcot, Oxfordshire OX11 0QJ, United Kingdom (hereinafter called SELLER) is the owner of the entire right, title and interest in and to a certain trademark, as specified in "EXHIBIT A" attached hereto and made a part hereof; and

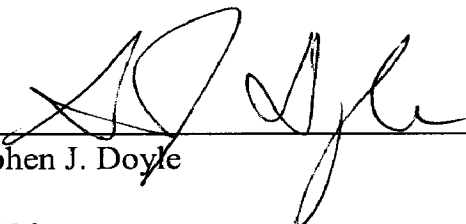
WHEREAS, Aspen Technology, Inc., a corporation organized and existing under the laws of the State of Delaware, and having its principal place of business at Ten Canal Park, Cambridge, Massachusetts 02141 (hereinafter called BUYER) desires to acquire the entire right, title and interest in and to certain assets and properties of SELLER, including said trademark; and

WHEREAS, SELLER has agreed to execute such additional instruments as may be necessary or desirable to confirm said acquisition of certain assets by BUYER.

NOW, THEREFORE, in consideration of the foregoing, as well as for other good and valuable consideration receipt of which is hereby acknowledged, SELLER, hereby sells, assigns, transfers and sets over to BUYER, its successors, legal representatives and assigns, the entire right, title and interest of SELLER in and to said trademark, together with the good will of the business symbolized by said trademark, and all claims, if any, which may have arisen thereunder prior to the date of this Assignment.

IN WITNESS WHEREOF, SELLER has caused this instrument to be executed by its duly authorized corporate officer, and its corporate seal to be hereunto affixed, all effective the 24 day of June, 2004.

Hyprotech UK Limited

By   
Stephen J. Doyle

Title: Director

Date: June 24, 2004

Commonwealth of Massachusetts )  
County of Middlesex ) SS:

On this 24 day of June, 2004, before me, the undersigned notary public, personally appeared Stephen J. Doyle.

personally known to me, or

proved to me through satisfactory evidence of identification, which was

\_\_\_\_\_

to be the person whose name was signed on the foregoing instrument in my presence, and acknowledged to me that he signed the foregoing instrument as the free act and deed of Hyprotech UK Limited, for its stated purpose, as an authorized officer of Hyprotech UK Limited.

(SEAL)

*Angela Marino Fewell*  
Notary Public

(print name)

My Commission expires 09 / 11 / 09

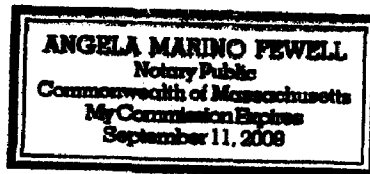


EXHIBIT A

U. S. Trademark Registration No.: 2,579,258

Trademark: AXSYS

Registration Date: June 11, 2002

For: Computer software for use in chemical engineering and chemical process industries, namely, computer software for storage and retrieval of data relating to chemical process plants, and computer software for storage and retrieval of data relating to chemical processes and to the design, construction, and operation of chemical process plants