

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	09/02/2003

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Elron Software, Inc.		09/02/2003	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Zix SCM, Inc.
Doing Business As:	DBA Elron Software
Street Address:	2711 N. Haskell Ave. Suite 2300, LB 36
City:	Dallas
State/Country:	TEXAS
Postal Code:	75204-2960
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	2789998	INTERNET MANAGER
Registration Number:	2090218	INTERNET MANAGER
Registration Number:	2460555	MESSAGE INSPECTOR
Registration Number:	2701695	E MESSAGE INSPECTOR
Registration Number:	2744750	WEB INSPECTOR

CORRESPONDENCE DATA

Fax Number: (617)723-2830
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 617.742.0110x234
 Email: wfs@swiggartagin.com
 Correspondent Name: William F. Swiggart
 Address Line 1: Swiggart & Agin, LLC
 Address Line 2: 2 Center Plaza

CH \$140.00 2789998

Address Line 4: Boston, MASSACHUSETTS 02108

NAME OF SUBMITTER: William F. Swiggart

Signature: /william f. swiggart/

Date: 03/08/2005

Total Attachments: 6

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Assignment of Trademarks

AGREEMENT made effective as of the 2d day of September, 2003 by Elron Software, Inc., a Delaware, corporation with its headquarters located at 7 New England Executive Park, Burlington, MA 01803-0977 ("Assignor"), to Zix SCM, Inc., a Delaware corporation, ("Assignee").

WHEREAS Assignor is using and/or has applied for or obtained the trademark registrations identified on the attached Schedule 1 (the "Trademarks"); and

WHEREAS Assignee desires to acquire all of Assignor's right, title and interest in and to the Trademarks, all registrations and applications pertaining thereto, and all of the goodwill associated with the Trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee agree as follows:

1. *Assignment.* Assignor hereby sells, assigns, and conveys unto Assignee, free and clear of all liens, leases, claims, encumbrances and adverse interests and rights, the following:

- all of Assignor's right, title and interest in and to the Trademarks,
- all registrations and applications pertaining thereto,
- all of the goodwill of the business connected with the use of and symbolized by the Trademarks; and
- Any and all right to sue for past infringement of the Trademarks.


2. *Registration.* Assignor hereby authorizes the state and federal agencies and foreign jurisdictions to which Assignor has applied for registration of the Trademarks to issue all registrations pertaining to such applications in the name of Assignee or as Assignee may otherwise direct.

3. *Cooperation by Assignor.* Upon Assignee's request, Assignor and its officers, representatives and successors shall perform all acts reasonably necessary to ensure the full and complete enjoyment by Assignee of all right, title and interest in and to the Trademarks, including without limitation the execution, delivery, filing and recording, at Assignee's expense, of such further assignments, certificates, application, instruments and other documents as may be requested by Assignee.

EXECUTED AS A SEALED INSTRUMENT under the laws of the State of New York effective as of the date indicated above.

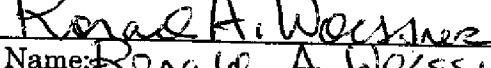
ASSIGNOR:

Elron Software, Inc.:

By: 
Print Name: Paul Weisberg
Title: Assistant Secretary

ASSIGNEE:

Zix SCM, Inc.

By: 
Print Name: Ronald A. Woessner
Title: V.P.

1. **Mark:** **Internet Manager**
Registered or applied for in: United States
International Class: 009
Date of First Use, if any: September 16, 1996
Serial Number, if applicable: 75/360861
Filing Date if applicable: September 22, 1997
Registration Number, if any:
Registration Date, if any:
Register Principal
2. **Mark:** **Internet Manager (Ritchie)**
Registered or applied for in: United States
International Class: 009
Date of First Use, if any: April 1, 1997
Serial Number, if applicable: 75/058889
Filing Date if applicable: February 16, 1996
Registration Number, if any: 2090218
Registration Date, if any: August 19, 1997
Register Supplemental
3. **Mark:** **Internet Manager & Design**
Registered or applied for in: European Union
International Class: 009
Date of First Use, if any:
Serial Number, if applicable: 1164581
Filing Date if applicable: May 6, 1999
Registration Number, if any: 1164581
Registration Date, if any: January 30, 2001
Register NA
4. **Mark:** **Internet Manager**
Registered or applied for in: Canada
International Class: 009
Date of First Use, if any: May 14, 1997
Serial Number, if applicable: 1011059
Filing Date if applicable: April 6, 1999
Registration Number, if any: TMA 540039
Registration Date, if any: January 22, 2001
Register NA
5. **Mark:** **Internet Manager & Design**
Registered or applied for in: Canada
International Class: 009
Date of First Use, if any: May 14, 1997
Serial Number, if applicable: 1011060
Filing Date if applicable: April 6, 1999
Registration Number, if any: TMA 539984
Registration Date, if any: January 22, 2001
Register NA

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6. **Mark:** **Message Inspector**
Registered or applied for in: United States
International Class: 009
Date of First Use, if any: April 16, 1999
Serial Number, if applicable:
Filing Date if applicable: July 31, 2000
Registration Number, if any: 2,460,555
Registration Date, if any: June 12, 2001
Register: Supplemental
7. **Mark:** **Message Inspector & Design**
Registered or applied for in: United States
International Class: 009
Date of First Use, if any: April 1999
Serial Number, if applicable: 76/098508
Filing Date if applicable: July 31, 2000
Registration Number, if any: 2,701,695
Registration Date, if any: April 1, 2003
Register: Principal
8. **Mark:** **Message Inspector & Design**
Registered or applied for in: Canada
International Class: 009
Date of First Use, if any: June 1999
Serial Number, if applicable: 1080030
Filing Date if applicable:
Registration Number, if any: TMA 587968
Registration Date, if any: August 22, 2003
Register: NA
9. **Mark:** **Message Inspector & Design**
Registered or applied for in: European Union
International Class: 009
Date of First Use, if any: June 1999
Serial Number, if applicable: 1844539
Filing Date if applicable: September 7, 2000
Registration Number, if any: 1844539
Registration Date, if any: October 22, 2001
Register: NA
10. **Mark:** **Web Inspector**
Registered or applied for in: United States
International Class: 009
Date of First Use, if any:
Serial Number, if applicable: 78/010580
Filing Date if applicable: May 31, 2000
Registration Number, if any:
Registration Date, if any:
Register: Principal

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11. Mark:	[IM Logo]
Registered or applied for in:	N/A
International Class:	009
Date of First Use, if any:	September 2000
Serial Number, if applicable:	
Filing Date if applicable:	
Registration Number, if any:	
Registration Date, if any	
Register	Principal

Notary:

EMBASSY OF THE UNITED STATES OF AMERICA AT TEL-AVIV ISRAEL **SS**

STATE / COUNTRY OF _____

Then before me personally appeared - PAUL Weinberg -

the _____ of Elron Software, Inc., who swore that the foregoing was his free act and deed before me, and was duly authorized by the said corporation.

Michael J. Belgrade
Vice Consul

Notary Public: _____

My Commission expires: _____

MY COMMISSION EXPIRES: INDEFINITE