

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|-----------------------|--------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | NUNC PRO TUNC ASSIGNMENT |
| EFFECTIVE DATE: | 05/26/2005 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---------------|----------|----------------|-------------------------|
| Z-World, Inc. | | 08/15/2005 | CORPORATION: CALIFORNIA |

RECEIVING PARTY DATA

| | |
|-------------------|-------------------------|
| Name: | Digi International Inc. |
| Street Address: | 11001 Bren Road East |
| Internal Address: | 4800 Wells Fargo Ctr |
| City: | Minnetonka |
| State/Country: | MINNESOTA |
| Postal Code: | 55343 |
| Entity Type: | CORPORATION: DELAWARE |

PROPERTY NUMBERS Total: 10

| Property Type | Number | Word Mark |
|----------------------|----------|---------------------|
| Registration Number: | 2255344 | ZWORLD |
| Registration Number: | 2601553 | |
| Registration Number: | 2678460 | RABBIT |
| Registration Number: | 2066363 | DYNAMIC C |
| Serial Number: | 78333940 | |
| Serial Number: | 78333933 | IMAGINE TOOLS |
| Registration Number: | 2765921 | EDISPLAY |
| Registration Number: | 2722444 | DEVICEMATE |
| Registration Number: | 2553709 | Z.WORLD |
| Registration Number: | 2201011 | DYNAMIC C EASYSTART |

CORRESPONDENCE DATA

CH \$265.00 2255344

Fax Number: (612)339-6686
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (612) 347-0443
Email: ipmsd@moss-barnett.com
Correspondent Name: Marsha Stolt, Esq. ,Moss & Barnett, P.A.
Address Line 1: 90 So. Seventh St.
Address Line 2: 4800 Wells Fargo Ctr
Address Line 4: Minneapolis, MINNESOTA 55402-4129

| | |
|--------------------|--------------------|
| NAME OF SUBMITTER: | Marsha Stolt, Esq. |
| Signature: | /marshastolt/ |
| Date: | 08/31/2005 |

Total Attachments: 3
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source=Assignment-Schedule A#page1.tif

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT, having an effective date of May 26, 2005, is made by and between Z-World, Inc., a corporation organized and existing under the laws of the State of California, having a place of business at 2900 Spafford Street, Davis, California 95616 ("Assignor"), and Digi International Inc. a Delaware corporation having a business address at 11001 Bren Road East, Minnetonka, Minnesota 55428 ("Assignee").

WHEREAS, Assignor has adopted and is using and is the owner of the marks identified on the attached Schedule A (the "Marks"); and

WHEREAS, Assignee is desirous of acquiring the Marks and any registrations and pending applications therefore, both in the United States and elsewhere.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns, transfers and conveys to Assignee all right, title and interest in and to the Marks, including any registrations therefore, together with that part of the goodwill of the business associated with the use of and symbolized by the Marks. Assignor further sells, assigns and transfers unto Assignee its entire right, title and interest in and to any and all causes of action and rights of recovery for past infringement of the Marks.

IN WITNESS WHEREOF, Assignor and Assignee have executed and delivered this instrument on the dates indicated below.

Assignor:

Z-WORLD, INC.

By: Norman L. Rogers

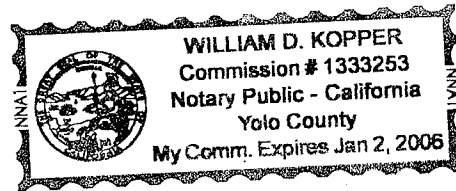
Name: Norman L. Rogers

Title: Former President

William D. Kopper

Notary Public

Subscribed and sworn to before me
this 13 day of August, 2005



Assignee:

DIGI INTERNATIONAL INC.

By: Steve Maurer

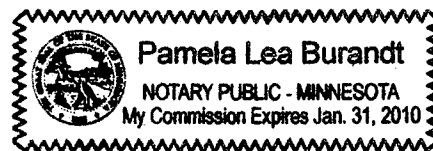
Name: STEVE MAURER

Title: CORPORATE COUNSEL

Pamela Lea Burandt

Notary Public

Subscribed and sworn to before me
this 23rd day of August, 2005



SCHEDULE A

| Mark | Country | Filing Date | Serial No. | Reg. Date | Reg. No. |
|----------------------------|----------------|--------------------|-------------------|------------------|-----------------|
| ZWORLD & DESIGN | U.S. | 3/12/1998 | 75/449,021 | 6/22/1999 | 2,255,344 |
| ZWORLD & DESIGN | E.U. | 9/9/1998 | 924795 | 2/28/2000 | 924795 |
| Rabbit Design | U.S. | 3/13/1999 | 75/653,177 | 7/30/2002 | 2,601,553 |
| Rabbit Design | E.U. | 7/30/2002 | 2793180 | 10/30/2003 | 2793180 |
| RABBIT | U.S. | 3/3/1999 | 75/652,874 | 1/21/2003 | 2,678,460 |
| RABBIT | CA | 9/3/2002 | 115154100 | 3/29/2005 | TMA636182 |
| RABBIT | E.U. | 7/30/2002 | 2793024 | 10/30/2003 | 2793024 |
| DYNAMIC C | U.S. | 10/13/1995 | 75/005,617 | 6/3/1997 | 2,066,363 |
| DYNAMIC C | E.U. | 8/5/1997 | 597534 | 9/10/1999 | 597534 |
| Misc. Design | U.S. | 11/26/2003 | 78/333,940 | | |
| IMAGINE TOOLS | U.S. | 11/26/2003 | 78/333,933 | | |
| EDISPLAY | U.S. | 9/9/2002 | 76/447,739 | 9/16/2003 | 2,765,921 |
| DEVICEMATE | U.S. | 11/2/2001 | 76/333,311 | 6/3/2003 | 2,722,444 |
| ZWORLD & DESIGN | U.S. | 3/1/2000 | 75/932,332 | 3/26/2002 | 2,553,709 |
| DYNAMIC C EASYSTART | U.S. | 2/24/1997 | 75/246,248 | 11/3/1998 | 2,201,011 |