

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Aspen Technology, Inc.		07/13/2004	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Bentley Systems, Incorporated		
<b>Street Address:</b>	685 Stockton Drive		
<b>City:</b>	Exton		
<b>State/Country:</b>	PENNSYLVANIA		
<b>Postal Code:</b>	19341		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2579258	AXSYS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(212)813-5901		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	212-813-5900		
<b>Email:</b>	dsullivan@frosszelnick.com		
<b>Correspondent Name:</b>	Mark D. Engelmann		
<b>Address Line 1:</b>	Fross Zelnick Lehrman & Zissu, P.C.		
<b>Address Line 2:</b>	866 United Nations Plaza		
<b>Address Line 4:</b>	New York, NEW YORK 10017		
<b>ATTORNEY DOCKET NUMBER:</b>	BSYI - 0424272		
<b>NAME OF SUBMITTER:</b>	Diana Sullivan		
<b>Signature:</b>	/diana sullivan/		
<b>Date:</b>	09/20/2006		

**CH \$40.00 2579258**

**Total Attachments: 6**

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## ASSIGNMENT OF TRADEMARK

**THIS ASSIGNMENT OF TRADEMARK** (this "Assignment") is made this 13th day of July, 2004, by and among ASPEN TECHNOLOGY, INC., a Delaware corporation, with a place of business at Ten Canal Park, Cambridge, MA 02141-2201 ("Assignor") and BENTLEY SYSTEMS, INCORPORATED, a Delaware corporation with a place of business at 685 Stockton Drive, Exton, PA 19341-0678 ("Assignee").

**WHEREAS**, Assignor owns the entire right, title and interest in and to the marks identified on Annex A attached hereto (each, a "Mark" and collectively, the "Marks"), together with the registration numbers appearing opposite such Marks on Annex A (each, a "Registration Number" and collectively, the "Registration Numbers"), and the goodwill of the business symbolized by each such Mark (with respect to each Mark and in the aggregate, the "Goodwill"); and

**WHEREAS**, Assignor desires to assign, and Assignee desires to acquire, the entire right, title and interest in and to each Mark, together with its Registration Number and the Goodwill.

**NOW, THEREFORE**, for good and valuable consideration paid by Assignee to Assignor, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, Assignor does hereby sell, assign and transfer unto Assignee, and Assignee does hereby accept and assume the entire right, title and interest in and to each Mark, together with each Registration Number and the Goodwill, and the entire right, title and interest in and to any equity arising out of past, present or future infringement of any Mark. Assignor further covenants and agrees to execute all applications, assignments and oaths, and any other documents that Assignee may reasonably deem necessary or desirable for securing or maintaining any Mark, any Registration Number or the Goodwill, all without further compensation to Assignor, but at Assignee's expense for any costs.

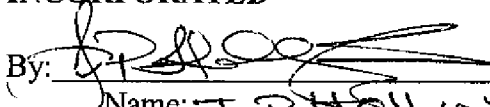
This Assignment may be executed in one or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same document.

*[Remainder of page intentionally left blank]*

IN WITNESS WHEREOF, the parties hereto have executed this Assignment on the date first above written.

**ASSIGNEE**

**BENTLEY SYSTEMS,  
INCORPORATED**

By:   
Name: J. P. HOLLINGER  
Title: SR. VICE PRESIDENT

**ASSIGNOR**

**ASPEN TECHNOLOGY, INC.**

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By: \_\_\_\_\_  
Name: Stephen J. Doyle  
Title: Senior Vice President,  
General Counsel and Secretary

*[Notary signatures appear on following page]*

IN WITNESS WHEREOF, the parties hereto have executed this Assignment on the date first above written.

**ASSIGNEE**

**BENTLEY SYSTEMS,  
INCORPORATED**

By: \_\_\_\_\_  
Name:  
Title:

**ASSIGNOR**

**ASPEN TECHNOLOGY, INC.**

By: \_\_\_\_\_  
Name: Stephen J. Doyle  
Title: Senior Vice President,  
General Counsel and Secretary

*[Notary signatures appear on following page]*

**CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT**

State of California

County of Contra Costa

On July 21, 2004 before me, Dona Willmes, Notary Public

personally appeared Jeffrey Hollings

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 the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Dona Willmes  
Signature of Notary Public

**OPTIONAL**

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

**Description of Attached Document**

Title or Type of Document: Assignment of Trademark - Aspen Technology

Document Date: July 13, 2004 Number of Pages: 2

Signer(s) Other Than Named Above: \_\_\_\_\_

**Capacity(ies) Claimed by Signer(s)**

Signer's Name: Jeffrey Hollings

- Individual
- Corporate Officer  
Title(s): Sr. VP
- Partner —  Limited  General
- Attorney-in-Fact
- Trustee
- Guardian or Conservator
- Other: \_\_\_\_\_

RIGHT THUMBPRINT OF SIGNER  
Top of thumb here

Signer Is Representing:  
Bentley Systems, Inc.

Signer's Name: \_\_\_\_\_

- Individual
- Corporate Officer  
Title(s): \_\_\_\_\_
- Partner —  Limited  General
- Attorney-in-Fact
- Trustee
- Guardian or Conservator
- Other: \_\_\_\_\_

RIGHT THUMBPRINT OF SIGNER  
Top of thumb here

Signer Is Representing: \_\_\_\_\_

COMMONWEALTH OF PENNSYLVANIA )  
 )ss  
COUNTY OF CHESTER )

The foregoing Assignment was acknowledged before me this \_\_\_\_\_ day of \_\_\_\_\_, 2004, by \_\_\_\_\_ who being duly sworn, did say that he/she is the \_\_\_\_\_ of BENTLEY SYSTEMS, INCORPORATED., a Delaware corporation, and has executed this Assignment on behalf of such company.

\_\_\_\_\_  
Notary Public

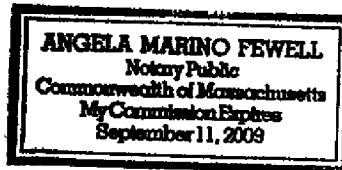
My commission expires: \_\_\_\_\_

COMMONWEALTH OF MASSACHUSETTS )  
 )ss  
COUNTY OF Middlesex )

The foregoing Assignment was acknowledged before me this 13th day of July, 2004, by Stephen J. Doyle who being duly sworn, did say that he/she is the Senior Vice President, General Counsel and Secretary of ASPEN TECHNOLOGY, INC., a Delaware corporation, and has executed this Assignment on behalf of such company.

Angela Marino Fewell  
Notary Public

My commission expires: Sept 11, 2009



ANNEX A

<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>	<u>Issuing authority</u>
AXSYS	001425768	January 26, 2001	Office for Harmonization of the Internal Market (European Community)
AXSYS	TMA545,549	May 24, 2001	Canada
AXSYS	2,579,258	June 11, 2002	United States
AXSYS and in Katakana	4593434	August 9, 2002	Japan