

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM420429

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF 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>
Configure One, Inc.		09/15/2016	Corporation: ILLINOIS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Autodesk, Inc.		
<b>Street Address:</b>	111 McInnis Parkway		
<b>City:</b>	San Rafael		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	94903		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3644501	CONCEPT E-COMMERCE	
<b>Registration Number:</b>	3644500	CONCEPT E-CATALOG	
<b>Registration Number:</b>	3644499	CONCEPT ENTERPRISE PRODUCT CONFIGURATOR	
<b>Registration Number:</b>	3364574	CONFIGURE ONE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3035714321		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	303.405.8525		
<b>Email:</b>	denverteas@kilpatricktownsend.com		
<b>Correspondent Name:</b>	David E. Sipiora		
<b>Address Line 1:</b>	1400 Wewatta Street, Suite 500		
<b>Address Line 4:</b>	Denver, COLORADO 80202		
<b>NAME OF SUBMITTER:</b>	David E. Sipiora		
<b>SIGNATURE:</b>	/David E. Sipiora/		
<b>DATE SIGNED:</b>	03/21/2017		
<b>Total Attachments: 5</b>			
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STOCK PURCHASE AGREEMENT

among

AUTOBESK, INC.,  
a Delaware corporation;

CONFIGURE ONE, INC.,  
an Illinois corporation;

THE STOCKHOLDERS OF CONFIGURE ONE, INC.; AND

MICHAEL T. McDONNELL  
AS THE STOCKHOLDERS' AGENT

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Dated as of September 17, 2015  
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## STOCK PURCHASE AGREEMENT

THIS STOCK PURCHASE AGREEMENT (this "Agreement") is made and entered into as of September 17, 2015, by and among: Autodesk, Inc., a Delaware corporation (the "Purchaser"); Configure One, Inc., an Illinois corporation ("Chip" or the "Company"); the individuals and entities set forth on Schedule A (the "Company Stockholders"); and Michael T. McDonnell, as the Stockholders' Agent (as defined in Section 11.1). Capitalized terms used in this Agreement are defined or referenced in Exhibit A.

### RECITALS

A. The Company Stockholders own [REDACTED] of Company Common Stock, which are held by the Persons listed in Part 2.3(a) of the Disclosure Schedule and constitute all of the outstanding capital stock of the Company. The Company Stockholders are also referred to herein as the "Selling Equityholders."

B. The Company Stockholders wish to sell to the Purchaser the shares of Company Capital Stock owned by them as of the Closing (the "Shares") on the terms set forth in this Agreement.

C. Concurrently with the execution of this Agreement, the persons listed on Schedule 7.5(b) are executing Non-Competition and Non-Solicitation Agreements in the form of Exhibit C (the "Non-Competition Agreements"), and the persons listed on Schedule 7.5(c) are executing Employment Offer Letters in the form of Exhibit D (the "Employment Offer Letters"), each of which is to become effective at the Closing.

### AGREEMENT

The parties to this Agreement agree as follows:

#### 1. SALE AND PURCHASE OF SHARES; RELATED TRANSACTIONS

1.1 **Sale and Purchase of Shares.** At the Closing, the Company Stockholders shall sell, assign, transfer and deliver the Shares to the Purchaser, and the Purchaser shall purchase the Shares from the Company Stockholders, on the terms and subject to the conditions set forth in this Agreement.

#### 1.2 Purchase Price.

(a) **Purchase Price.** Subject to the other terms and provisions of this Section 1, the aggregate consideration payable by the Purchaser for the Shares shall be an amount in cash equal to [REDACTED] (the "Purchase Price") less (i) the Working Capital Adjustment less (ii) Indebtedness of the Company as of the Closing Date, if any, less (iii) Transaction Expenses, if any, that remain outstanding and unpaid following the Closing Date (the "Closing Consideration Amount").

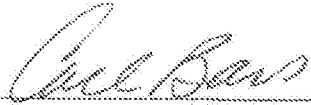
**Part 2.10(b)**  
**Registered IP**

Below is an accurate and complete breakdown of each item of Registered IP in which the Company has an ownership interest of any nature.

Type	Name of Applicant/Registrant and Current Owner	Jurisdiction of Registration or Filing	Registration or Serial Number	Filing Date & Issuance Date	Brief Description of Prosecution Status
Trademark	Configure One, Inc.	USPTO	3644501	Filed: 3/7/2008 Issued: 6/23/2009	Live
Trademark	Configure One, Inc.	USPTO	3644500	Filed: 3/7/2008 Issued: 6/23/2009	Live
Trademark	Configure One, Inc.	USPTO	3644499	Filed: 3/7/2008 Issued: 6/23/2009	Live
Trademark	Configure One, Inc.	USPTO	3364574	Filed: 3/7/2008 Issued: 1/8/2008	Live
Patent	Configure One, Inc. Inventor: Bourdelais; Michelle Lyn (Arlington, MA)	USPTO	6,727,925	Filed: 12/20/1999 Issued: 4/27/2004	Granted

The parties hereto have caused this Agreement to be executed and delivered as of the date first written above.

AUTODESK, INC.,  
a Delaware corporation

By:   
Name: Carl Bass  
Title: President and Chief Executive Officer

*[Signature Page to Stock Purchase Agreement]*

The parties hereto have caused this Agreement to be executed and delivered as of the date first written above.

CONFIGURE ONE, INC.  
an Illinois corporation

By: [Signature]  
Name: Chicago M. [Signature]  
Title: President

*[Signature Page to Stock Purchase Agreement]*