

ATTACHMENT TO
RECORDATION FORM COVER SHEET -
TRADEMARKS (Page 1 of 2)

Conveying Party: The Reynolds and Reynolds Company

Receiving Party: Reynolds and Reynolds Holdings, Inc.

Additional Applications and Registrations:

Application Serial No.

74/711,555

75/229,001

74/711,556

75/246,131

Registration No.

2,088,711

393,735

1,547,295

1,928,875

1,781,184

1,745,746

1,361,070

2,128,431

1,780,840

1,639,041

1,337,373

1,915,360

1,950,412

2,106,118

1,250,934

1,976,694

1,501,747

1,794,135

1,513,376

2,093,925

393,363

1,959,803

2,062,869

1,330,595

2,128,755

2,062,249

Registration No.

1,240,291

1,765,362

393,736

1,765,361

1,033,710

2,008,945

1,201,993

1,800,032

1,800,036

2,018,467

1,973,520

1,993,644

1,933,244

2,016,853

1,810,758

1,810,757

2,028,170

2,104,073

1,211,370

1,207,970

1,644,617

1,499,977

1,480,577

1,425,596

1,501,692

1,481,448

ATTACHMENT TO
RECORDATION FORM COVER SHEET -
TRADEMARKS (Page 2 of 2)

Conveying Party: The Reynolds and Reynolds Company

Receiving Party: Reynolds and Reynolds Holdings, Inc.

Additional Registrations:

<u>Registration No.</u>	<u>Registration No.</u>
1,679,665	1,675,032
1,414,772	1,521,637
1,388,304	440,705
690,555	2,000,258
1,057,607	625,417
1,389,493	1,206,829
2,028,708	1,043,485
252,070	1,300,362
2,126,974	1,202,947
1,187,618	1,166,294
1,904,272	697,830
1,650,407	1,759,103
1,773,586	1,241,169
1,250,343	1,233,412
1,364,302	1,992,476
2,017,007	250,810
1,171,211	1,942,767
1,129,850	970,410
1,264,098	1,242,816
1,553,546	1,208,210
1,217,520	2,065,378
2,084,257	1,248,971
1,770,782	

ASSIGNMENT OF INTELLECTUAL PROPERTY

This Assignment is made and entered into as of January 20, 1998 by and between The Reynolds and Reynolds Company ("Reynolds"), an Ohio corporation, and Reynolds and Reynolds Holdings, Inc. ("Holdings"), an Ohio corporation.

WHEREAS, Reynolds owns certain trademarks, service marks, trade names and trade dress including, but not limited to, the trademarks and service marks and Registrations and applications therefor identified on EXHIBIT A attached hereto (the "Marks");

WHEREAS, Reynolds owns certain copyrighted works including, but not limited to, the copyrighted works and Registrations and applications therefor identified on EXHIBIT B attached hereto (the "Works");

WHEREAS, Reynolds owns certain inventions including, but not limited to, the inventions and Patents and patent applications therefor identified on EXHIBIT C attached hereto (the "Inventions");

WHEREAS, Reynolds owns certain trade secrets, including, but not limited to, the customer list attached hereto as EXHIBIT D (the "Trade Secrets"); and

WHEREAS, Reynolds desires to assign to Holdings, and Holdings desires to acquire from Reynolds, the Marks, Works, Inventions and Trade Secrets, and Registrations, Patents and applications therefor, all on the terms and conditions set forth hereto.

NOW THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the parties hereto agree as follows:

For valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Reynolds hereby assigns, transfers and conveys to Holdings the entire right, title and interest in the United States in and to (1) the Marks, together with the good will of the business symbolized by the Marks and the Registrations and applications therefor; (2) the Works and the Registrations and applications therefor; (3) the Inventions and the issued Patents and patent applications therefor; and (4) the Trade Secrets.

The rights granted herein include the right to bring suit or make any claim in Reynolds' name for prior or future infringement or misappropriation of rights in the Marks, Works, Inventions and/or Trade Secrets.

[The Trade Secrets assigned hereunder, including the customer list attached hereto as EXHIBIT D, constitute confidential business information. Should this Assignment Of Intellectual Property be shown or become available for viewing to anyone not obligated to maintain the secrecy of the Trade Secrets, EXHIBIT D shall be redacted, or provided under an appropriate protective order.]

THE REYNOLDS AND REYNOLDS COMPANY

BY Dale L. Medford

Name Dale L. Medford

Title Vice President, Corporate Finance & CFO

Date 3-31-98

U.S. TRADEMARK REGISTRATIONS

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>INT'L CLASS</u>	<u>REG. DATE</u>
ARM	1583358	9	2/20/90
THE ARNOLD CORPORATION AND DESIGN	1312802	42	1/1/85
AUTO POST (STYLIZED)	642360	16	3/5/57
AUTOROM	2088711	9	8/19/97
BUFF-EYE-TONE & DESIGN	393735	16	3/3/42
CLEAN-PERF	1547295	16	7/11/89
COIN	1928875	9	10/24/95
COIN PROPHET SERIES SOFTWARE	1781184	9	7/13/93
COLORFILE FILING SYSTEM DESIGN	1745746	16, 20	1/12/93
COPY RIGHT	1361070	9	9/17/85
CUSTOMER TOUCH	2128431	35	1/13/98
DATAMERGE	1780840	16	7/6/93
DATAMERGE DESIGN	1770782	16	5/11/93
DATASEAL	1639041	16	3/26/91
DEALER IMAGE	1337373	42	5/21/85
DEALERNET	1915360	35	8/29/95
E-LINK	1950412	9	1/23/96
E-MERGE	2106118	9	10/21/97
EARLY BIRD NITE OWL & DESIGN	1250934	6, 16	9/13/83

EXHIBIT A - Page 1

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>INT'L CLASS</u>	<u>REG. DATE</u>
EFS	1976694	9	5/28/96
ELECTRONIC FORMS SYSTEMS	1501747	9	8/23/88
EMERGE	1794135	9	9/21/93
ERA	1513376	9	11/22/88
ERA	2093925	37, 41, 42	9/9/97
FAVORITE BOND	393363	37	2/10/42
F12001 (STYLIZED)	1959803	9	3/5/96
FIESTA	2062869	36	5/20/97
FISCAL INFORMATION INC. AND DESIGN	1330595	9	4/16/85
FORMDOMAIN	2128755	9	1/13/98
FORMFREEDOM	2062249	9	5/13/97
FORMS YOU CAN COUNT ON	1240291	16	5/31/83
THE FUTURE OF INFORMATION FLOW	1765362	35	4/13/93
GREEN-EYE-TONE & DESIGN	393736	16	3/3/42
INFORMER2000	1765361	35	4/13/93
INSIGHT (STYLIZED)	1033710	9, 42	2/17/76
INTEGRAGUARD	2008945	42	10/15/96
KOPY-LOC (STYL)	1201993	16	7/20/82
KREDO	1800032	9	10/19/93
KREDO (STYLIZED)	1800036	9	10/19/93

EXHIBIT A - Page 2

TRADEMARK
REEL: 1724 FRAME: 0519

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>INT'L CLASS</u>	<u>REG. DATE</u>
LASER LOCATOR	2018467	37	11/19/96
LASER LOCATOR	1973520	28	5/7/96
LAW	1993644	16	8/13/96
LAW LOGO	1933244	16	11/7/95
LAW PRINTING AUTOMOTIVE PRODUCTS	2016853	16	11/19/96
LAW PRINTING COMPANY INCORPORATED	1810758	16	12/14/93
LAW PRINTING COMPANY INCORPORATED AND DESIGN	1810757	16	12/14/93
LOCATOR 2000	2028170	42	1/7/97
MEDPRINT+	2104073	35, 42	10/7/97
OAKLEAF	1211370	9	10/5/82
OAKLEAF DESIGN	1207970	9	9/14/82
ON THE RIGHT TRACK	1644617	36	5/14/91
ONE TOUCH	1499977	42	8/9/88
ONE TOUCH	1480577	9	3/15/88
ONE TOUCH	1425596	9	1/20/87
ONE TOUCH 1 (STYLIZED)	1501692	42	8/23/88
ONE TOUCH 1 (STYLIZED)	1481448	9	3/22/88
OUR COMMITMENT COMES IN MANY FORMS	1679665	39	3/17/92

EXHIBIT A - Page 3

TRADEMARK
REEL: 1724 FRAME: 0520

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>INT'L CLASS</u>	<u>REG. DATE</u>
OUR COMMITMENT COMES IN MANY FORMS	1675032	16	2/11/92
PAR	1414772	9	10/28/86
PARTSVISION	1521637	9	1/24/89
PAYMATIC	1388304	16	4/1/86
PAYWRITE (STYL)	440705	16	9/21/48
PEG-WRITE (STYLIZED)	690555	16	12/29/59
PERFECTLY SIMPLE, YET SIMPLY PERFECT	2000258	16	9/10/96
POST RITE	1057607	16	2/1/77
POST-RITE (STYLIZED)	625417	16	4/17/56
PRIME	1389493	42	4/8/86
PROTECT-A-SEAT	1206829	12	8/31/82
REALIZE THE ADVANTAGE	2028708	35, 42	1/7/97
RECEIPT RITE	1043485	16	7/13/76
REYNOCO	252070	16	1/22/29
REYNOLDS+REYNOLDS	1300362	9, 16, 35, 37	10/16/84
REYSHARE AND DESIGN	2126974	36	1/6/98
RR LOGO	1202947	35, 37, 42	7/27/82
RR LOGO	1187618	16	1/26/82

EXHIBIT A - Page 4

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>INT'L CLASS</u>	<u>REG. DATE</u>
RR LOGO	1166294	9	8/25/81
SALESVISION	1904272	9	7/11/95
SANS-COPY	697830	16	5/17/60
SENTINEL SERIES	1650407	42	7/9/91
SERVICEVISION	1759103	9	3/16/93
SIMPLICITY SERIES	1773586	16	5/25/93
STARTA SYSTEM	1241169	16	6/7/83
SUPERSLIP	1250343	16	9/6/83
TC1000	1233412	9, 42	4/5/83
TELEDUN	1364302	9	10/8/85
TURNING INFORMATION INTO ADVANTAGE	1992476	16	8/13/96
TWISTED RIBBON DESIGN	2017007	35	11/19/96
UNISET	250810	16	12/18/28
VANIER GRAPHICS CORPORATION AND DESIGN	1171211	16	9/29/81
VANTAGE	1942767	42	12/19/95
VIM	1129850	9	1/29/80
VIM	970410	35	10/9/73
VIMNET (STYLIZED)	1264098	9, 37, 42	1/17/84
W (STYLIZED)	1242816	16	6/21/83
WARRANTY PRO	1553546	9	8/29/89

EXHIBIT A - Page 5

TRADEMARK
REEL: 1724 FRAME: 0522

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>INT'L CLASS</u>	<u>REG. DATE</u>
WILMER	1208210	16	9/14/82
WILMER "SERVICE" LINE (STYL)	1217520	16	11/23/82
WILMER ONE-WRITE ORGANIZER	2065378	16	5/27/97
WILMER ONE-WRITE ORGANIZER PERFECTLY SIMPLE, YET SIMPLY PERFECT & DESIGN	2084257	16	7/29/97
WILMERSET	1248971	16	8/23/83

U.S. ACTUAL USE TRADEMARK APPLICATIONS

<u>MARK</u>	<u>APPLICATION NO.</u>	<u>INT'L CLASS</u>	<u>APP. DATE</u>
DIRECT DRIVE	75/111912	35	5/30/96
ELECTRONIC LIBRARY DESIGN	75/171012	9	9/24/96
ERALINK	75/310128	9, 37, 41	6/17/97
SALES VISION (STYLIZED)	75/141494	9, 35	7/29/96
SOLD PACK	74/711555	16	8/3/95
STATE OF THE ART TOOLS FOR STATE OF THE ART SERVICE	75/229001	35	1/21/97
TRADE PACK	74/711556	16	8/3/95
VENETIAN	75/246131	16, 20	2/24/97

U.S. COPYRIGHT REGISTRATIONS

<u>WORK</u>	<u>REGISTRATION NO.</u>	<u>REG. DATE</u>
9 PART COMBINATION DMV FORM #951	TXU 137997	8/9/83
ACUERDO DE FIANZA NO. 160SP (REV. 5/93)	TX 3663554	8/12/93
ACUERDO DE FIANZA NO. 164SP (REV. 5/93)	TX 3663553	8/12/93
AGREEMENT TO FURNISH INSURANCE POLICY #228	TXU 228374	12/24/85
AUTO DEALER JACKET #237	TXU 145241	9/19/83
AUTO DEALER JACKET #237	TXU 141764	8/9/83
COLORFILE FILING SYSTEM COMPLETE FILING SYSTEMS FOR AUTOMOBILE DEALERSHIPS	TX 3545577	5/11/93
COLORFILE FILING SYSTEM: "I THOUGHT WE HAD A GOOD FILING SYSTEM UNTIL..."	TX 3607636	5/11/93
COLORFILE FILING SYSTEM: "OUR CUSTOMERS REALLY NOTICE THE DIFFERENCE"	TX 3607635	5/11/93

<u>WORK</u>	<u>REGISTRATION NO.</u>	<u>REG. DATE</u>
COLORFILE FILING SYSTEM: "REYNOLDS AND REYNOLDS CAN HELP YOU KEEP TABS ON YOUR FILING SYSTEM..."	TX 3547487	5/11/93
COLORFILE TRAINING MANUAL	TX 3557631	5/11/93
COLORFILE TRAINING SCENARIO	TX 3547375	5/11/93
COLORFILE VIDEO: "BENEFITS OF THE COLORFILE FILING SYSTEM"	TX 3575626	5/11/93
COMEBACK CONTROL SYSTEM 880A, 880B, 880C, 880D, 880E, 880F	TX 2406337	9/29/88
CONTRATO Y ACUERDO DE VEHICULO AUTOMOTOR - VALOR F130 NO. CCC-101SP (REV. 1/93)	TX 3503209	2/15/93
CREDIT APPLICATION #750	TXU 163071	6/11/84
CREDIT APPLICATION NO. 750S (REV. 7/90)	TXU 521870	5/19/92
CREDIT APPLICATION NO. #750 NEVADA	TX 2707277	8/25/89
CUSTOM IMPERIAL OCR FORMS	A311804	12/27/91
THE DOCTOR'S GUIDE TO IN-HOUSE COMPUTERS	TX 917625	5/17/92

<u>WORK</u>	<u>REGISTRATION NO.</u>	<u>REG. DATE</u>
DUE BILL #412	TXU 245703	6/16/86
HOSPITAL FORMS AUDIT	A550634	7/19/74
IMPROVED SERVICE	A264842	8/6/71
INTERES PRE- COMPUTADO (AGREGADO) CONTRATO Y ACUERDO DE SEGURIDAD DE VEHICULO AUTOMOTOR FORM NO. 552SP (REV. 2/91)	TX 3503205	2/15/93
INTERES PRE- COMPUTING (AGREGADO) CONTRATO Y ACUERDO DE SEGURIDAD DE VEHICULO AUTOMOTOR NO. 554SP CALIF.	TX 3510167	12/30/92
INTERES SIMPLE CONTRATO Y ACUERDO DE SEGURIDAD DE VEHICULO AUTOMOTOR NO. 553SP CALIF. (REV. 1/93)	TX 3503206	2/15/93
INTERES PRE- COMPUTADO (AGREGADO) CONTRATO Y ACUERDO DE SEGURIDAD DE VEHICULO AUTOMOTOR 552SP CALIF. (REV. 1/93)	TX 3624678	8/23/93
LAW 553 (10/96)	TX 4446087	11/15/96
LAW 7002-97-FL	TX 4583796	6/13/97

<u>WORK</u>	<u>REGISTRATION NO.</u>	<u>REG. DATE</u>
LAW ADVANTAGE NORTH CAROLINA SIMPLE INTEREST CONTRACT	TX 4508694	11/15/96
LAW ADVANTAGE VIRGINIA SIMPLE INTEREST CONTRACT	TX 4438079	11/15/96
LIMITED WARRANTY #389	TXU 245704	6/16/86
MEDICAL ACCOUNTING SYSTEMS EVALUATING GUIDEBOOK	TX 917624	5/17/82
MOTOR VEHICLE CONTRACT AND AGREEMENT - FIXED VALUE NO. CCC-101 (REV. 6/93)	TX 3624681	8/23/93
MOTOR VEHICLE CONTRACT AND AGREEMENT - FIXED VALUE NO. CCC-101 (REV. 1/93)	TX 3514261	1/5/93
MOTOR VEHICLE CONTRACT AND SECURITY AGREEMENT #553	TXU 102817	8/13/82
MOTOR VEHICLE CONTRACT AND SECURITY AGREEMENT #554	TXU 271919	12/22/86
MOTOR VEHICLE CONTRACT AND SECURITY AGREEMENT - PORSCHE OPTIONS - SIMPLE INTEREST NO. PC-555CA (REV. 1/93)	TX 3514262	1/5/93

<u>WORK</u>	<u>REGISTRATION NO.</u>	<u>REG. DATE</u>
MOTOR VEHICLE CONTRACT AND SECURITY AGREEMENT - PORSCHE OPTIONS - SIMPLE INTEREST NO. PC-555 CA (REV. 6/93)	TX 3663557	8/12/93
MOTOR VEHICLE PURCHASE ORDER AND DISCLOSURES REQUIRED BY FEDERAL LAW #703	TXU 102818	8/13/82
MOTOR VEHICLE PURCHASE ORDER NO. 702 (1/89)	TX 2507206	1/30/89
MOTOR VEHICLE PURCHASE ORDER NO. 704 (1/89)	TX 2539261	1/30/89
MOTOR VEHICLE PURCHASE ORDER PRE-COMPUTED (ADD- ON) INTEREST NO. 702 CALIF. (REV. 1/93)	TX 3465472	1/13/93
MOTOR VEHICLE PURCHASE ORDER PRE-COMPUTED (ADD- ON) INTEREST NO. 702 CALIF. (REV. 1/91)	TX 3045175	12/27/90
MOTOR VEHICLE PURCHASE ORDER PRE-COMPUTED (ADD- ON) INTEREST NO. 704 CALIF. (REV. 1/91)	TX 3045174	12/27/90

<u>WORK</u>	<u>REGISTRATION NO.</u>	<u>REG. DATE</u>
MOTOR VEHICLE PURCHASE ORDER PRE-COMPUTED (ADD- ON) INTEREST NO. 774 CALIF. (REV. 1/93)	TX 3631536	8/23/93
MOTOR VEHICLE PURCHASE ORDER PRE-COMPUTER (ADD- ON) INTEREST NO. 704 CALIF. (REV. 1/93)	TX 3464758	12/4/92
MOTOR VEHICLE PURCHASE ORDER SIMPLE INTEREST NO. 703 CALIF. (REV. 1/91)	TX 3045176	12/27/90
MOTOR VEHICLE PURCHASE ORDER SIMPLE INTEREST NO. 703 CALIF. (REV. 1/93)	TX 3510166	12/30/92
MOTOR VEHICLE SALES CONTRACT AND SECURITY AGREEMENT #552	TXU 97160	2/9/82
MOTORCYCLE PURCHASE ORDER PRE-COMPUTED (ADD- ON) INTEREST NO. 669 CALIF. (REV. 1/93)	TX 3510165	12/30/92
NOTE AND FEDERAL DISCLOSURE STATEMENT TRIP. #971	TXU 87381	1/20/82

<u>WORK</u>	<u>REGISTRATION NO.</u>	<u>REG. DATE</u>
NOTICE OF BAD CHECKS: NO. 428	TXU 271729	3/23/87
NOTICE OF SALE OR TRANSFER OF A VEHICLE AND ODOMETER MILEAGE STATEMENT; FORM NO. 951	A936632	9/30/77
NOTICE OF SALE OR TRANSFER OF A VEHICLE AND ODOMETER MILEAGE STATEMENT	TXU 145710	9/20/83
OPTION RECEIPT #189TXU 2396905/20/86		
ORDEN DE ADQUISICION DE VEHICULO AUTOMOTOR INTERES PRE- COMPUTADO (AGREDADO) NO. 702SP CALIF. (REV. 1/93)	TX 3503207	2/15/93
ORDEN DE ADQUISICION DE VEHICULO AUTOMOTOR INTERES SIMPLE NO. 703SP CALIF. (REV. 1/93)	TX 3503208	2/15/93
ORDEN DE ADQUISICION DE VEHICULO AUTOMOTOR INTERES PRE- COMPUTADO (AGREDADO) NO. 704-SP CALIF. (REV. 1/93)	TX 3510168	12/30/92

<u>WORK</u>	<u>REGISTRATION NO.</u>	<u>REG. DATE</u>
OREGON 6 PART MOTOR VEHICLE SALES DOCUMENT #1925	TX 3010429	10/16/90
OREGON INSTALLMENT CONTRACT NO. 0-554 1989	TX 2673206	7/17/89
OREGON MOTOR VEHICLE PURCHASE ORDER 702 OREGON (2/92)	TXU 521871	5/19/92
OREGON SIMPLE INTEREST RETAIL INSTALLMENT CONTRACT CONSUMER PAPER NO. 553-OR (REV. 9/93)	TX 3665613	11/8/93
OREGON SIMPLE INTEREST RETAIL INSTALLMENT CONTRACT NO. 0-553 1989	TX 2673205	7/17/89
THE PATIENT- CENTERED SYSTEM OF CARE	TX 4442443	10/15/96
POORMAN-DOUGLAS CORPORATION LAB SYSTEMS MANUAL	TX 2913632	10/31/94
POORMAN-DOUGLAS CORPORATION LAB/XRAY SUBSYSTEMS	TX 2892935	7/11/90
PRE-COMPUTED (ADD- ON) INTEREST VEHICLE CONTRACT AND SECURITY AGREEMENT: No. #554 NEVADA	TX 2707278	8/25/89

<u>WORK</u>	<u>REGISTRATION NO.</u>	<u>REG. DATE</u>
PRE-COMPUTED (ADD-ON) INTEREST MOTOR VEHICLE CONTRACT AND SECURITY AGREEMENT NO. 552 (1/89)	TX 2516375	12/12/88
PRE-COMPUTED (ADD-ON) INTEREST MOTOR VEHICLE CONTRACT AND SECURITY AGREEMENT NO. 552 CALIF. (REV. 1/93)	TX 3477353	12/8/92
PRE-COMPUTED (ADD-ON) INTEREST MOTOR VEHICLE CONTRACT AND SECURITY AGREEMENT NO. 552 CALIF. (REV. 2/91)	TX 3069271	4/15/91
PRE-COMPUTED (ADD-ON) INTEREST MOTOR VEHICLE CONTRACT AND SECURITY AGREEMENT NO. 552U CALIF. (REV. 1/93)	TX 3503203	2/15/93
PRE-COMPUTED (ADD-ON) INTEREST MOTOR VEHICLE CONTRACT AND SECURITY AGREEMENT NO. 554 (1/89)	TX 2601672	1/30/89
PRE-COMPUTED (ADD-ON) INTEREST MOTOR VEHICLE CONTRACT AND SECURITY AGREEMENT NO. 554 (REV. 1/93)	TX 3464759	12/4/92

<u>WORK</u>	<u>REGISTRATION NO.</u>	<u>REG. DATE</u>
PRE-COMPUTED (ADD- ON) INTEREST MOTOR VEHICLE CONTRACT AND SECURITY AGREEMENT NO. 554 CALIF. (REV. 2/91)	TX 3069273	4/15/91
PRE-COMPUTED (ADD- ON) INTEREST MOTOR VEHICLE CONTRACT AND SECURITY AGREEMENT NO. 554U CALIF. (REV. 1/93)	TX 3534996	2/15/93
R.S.V.P. (REYNOLDS SOURCE FOR VENDOR PRODUCTS) 1997 UPDATE	TXU 816309	8/14/97
R.S.V.P. (REYNOLDS SOURCE FOR VENDOR PRODUCTS) FEBRUARY 96 UPDATE	TXU 742574	4/26/96
R.S.V.P. (REYNOLDS SOURCE FOR VENDOR PRODUCTS) VERSION 1994	TXU 697635	10/24/94
THE REYNOLDS SOLUTION - THE R/2000	TX 4456161	10/15/96
SECURITY AGREEMENT MEMORANDUM OF ADD- ON SALE NO. 3635 (REV. 5/93)	TX 3663555	8/12/93
SECURITY AGREEMENT NO. 160 CALIF. (REV. 5/93)	TX 3624682	8/23/93
SECURITY AGREEMENT NO. 164S CALIF. (REV. 5/93)	TX3663556	8/12/93

<u>WORK</u>	<u>REGISTRATION NO.</u>	<u>REG. DATE</u>
SECURITY AGREEMENT TRIP. #970	TXU 87380	1/20/82
SIMPLE INTEREST - MOTOR VEHICLE CONTRACT AND SECURITY AGREEMENT NO. 553U CALIF. (REV. 1/93)	TX 3503204	2/15/93
SIMPLE INTEREST VEHICLE CONTRACT AND SECURITY AGREEMENT NO. 553 NEVADA	TX 2707276	8/25/89
SIMPLE INTEREST - MOTOR VEHICLE CONTRACT AND SECURITY AGREEMENT NO. 553 CALIF. (REV. 1/93)	TX 3477463	12/8/92
SIMPLE INTEREST - MOTOR VEHICLE CONTRACT AND SECURITY AGREEMENT NO. 553 CALIF. (REV. 2/91)	TX 3069272	4/15/91
STARBURST WINDSHIELD STICKER #620	TX 2993680	9/27/90
WASHINGTON RETAIL INSTALLMENT CONTRACT NO. W-554 1989	TX 2673207	7/17/89
WASHINGTON SIMPLE INTEREST RETAIL INSTALLMENT CONTRACT NO. W-553 1989	TX 2673204	7/17/89

WORK

REGISTRATION NO.

REG. DATE

YOUR INFORMATION
MANAGEMENT
STRATEGY

TX 4522823

10/15/96

EXHIBIT B - Page 12

TRADEMARK
REEL: 1724 FRAME: 0536

U.S. COPYRIGHT APPLICATIONS

<u>MARK</u>	<u>APPLICATION NO.</u>	<u>STATUS</u>
BOB'S FORM #501 AS-IS PURCHASE ORDER (VERSION 1/95)	----	PENDING
BOB'S FORM #502 PURCHASE ORDER (VERSION 1/95)	----	PENDING
BOB'S FORM #SA-10 PRE-COMPUTED CONTRACT (VERSION 1995)	----	PENDING
BOB'S FORM #SA-11 PRE-COMPUTED CONTRACT (VERSION 1995)	----	PENDING
BOB'S FORM #SA-12 SIMPLE INTEREST CONTRACT (VERSION 1995)	----	PENDING
BOB'S FORM #SAIZN NEVADA SIMPLE INTEREST CONTRACT (VERSION 1995)	----	PENDING
LAW 7001-97-FL	----	PENDING
LAW VIRGINIA - SOLD	----	PENDING
LAW VIRGINIA - TRADE	----	PENDING

U.S. PATENTS

<u>INVENTION</u>	<u>PATENT NO.</u>	<u>ISSUED</u>
BUSINESS FORM	Des. 342,967	1/4/94
ALPHANUMERIC COLOR-CODED FILING METHOD AND SYSTEM	5,197,764	3/30/93
BUSINESS FORM WITH ADHESIVE FOR WINDOW MOUNTING	5,597,635	1/28/97
BUSINESS FORM	Des. 375,374	10/29/96
BUSINESS FORM	Des. 375,122	10/29/96
BUSINESS FORM	Des. 376,386	12/10/95
BUSINESS FORM	Des. 376,816	12/24/96
BUSINESS FORM	Des. 382,896	8/26/97

EXHIBIT C

TRADEMARK
REEL: 1724 FRAME: 0538

TRADE SECRETS

Automotive Systems Division Customer List
Business Systems Division Customer List
Healthcare Division Customer List

ACTUAL CUSTOMER LISTS REDACTED

EXHIBIT D

TRADEMARK
REEL: 1724 FRAME: 0539

ROYALTIES

- (a) From the Effective Date hereof, Reynolds shall pay to Holdings an initial royalty fee of one and one half percent (1.5%) of Reynolds' Net Sales.
- (b) "Net Sales" shall mean gross new sales at list less sales returns, sales discounts and sales allowances, as reflected in the divisional monthly operating statements.
- (c) The royalty fees shall be paid to Holdings monthly, based on Holdings' fiscal year. Each quarterly payment shall be due within forty five (45) days following the date of billing by Holdings to Reynolds.
- (d) The subject royalty rate will be adjusted retroactively upon the completion of the market rate study being conducted by Deloitte & Touche at which time Reynolds and Holdings will agree upon a new royalty rate.

EXHIBIT E

TRADEMARK

RECORDED: 04/29/1998

REEL: 1724 FRAME: 0540