



Tab settings

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

AGA Computer Software, Inc
MAD 8-10-98

- Individual(s)
- General Partnership
- Corporation-State FL
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment 22
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 8-3-98

2. Name and address of receiving party(ies)

Name: Caice Software Corporation

Internal Address:

Street Address: 410 Ware Blvd

City: Tampa State: FL ZIP: 33619

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State FL
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

TM

Additional numbers attached? Yes No

B. Trademark Registration No.(s)

1,962,830 1,970,896
1,973,518 1,994,313
1,952,283

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Larson + Larson

Internal Address:

Street Address: 11199 69th St N

City: Largo State: FL ZIP: 33773

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41).....\$ 1400

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

A. William Larson
Name of Person Signing

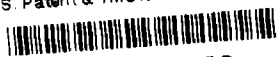
[Signature]
Signature

12-15-98
Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 1831 FRAME: 0165



08-10-1998

ASSIGNMENT OF TRADEMARK

This License Agreement is entered into between AGA Computer Software, Inc. (hereinafter Assignor); and Caice Software Corporation (hereinafter Assignee), and is deemed effective this

8/4/1998 (effective date).

WHEREAS, AGA Computer Software, Inc., a Florida corporation (Assignor) is the owner of the following trademarks and United States federal registrations therefore:

1. Registration No. 1,962,830, issued March 19, 1996 for **VISUAL** for computer software programs for civil engineering and surveying applications.
2. Registration No. 1,970,896, issued April 30, 1996 for **THE VISUAL SOLUTION** for computer software programs for civil engineering and surveying applications.
3. Registration No. 1,973,518, issued May 7, 1996, for **VISUAL DIGITAL TERRAIN MODELING (DTM)** for computer software with a graphical user interface used to produce and edit digital terrain models.
4. Registration No. 1,994,313, issued August 20, 1996, for **VISUAL GEOMETRY** for computer software with a graphical user interface used to produce and analyze coordinate geometry.
5. Registration No. 1,852,283, issued September 6, 1994 for **VISUAL ROADS** for computer software used to design, analyze and maintain roads. (hereinafter collectively the TRADEMARKS), (herein after the "Trademarks"), and

WHEREAS Caice Software Corporation (Assignee), is desirous of acquiring the entire right, title and interest in the Trademarks, and the good will represented therewith.

NOW THEREFORE, for good and valuable consideration, the sufficiency of which is acknowledged, Assignor, by these present, does sell, assign and transfer unto Assignee the full and exclusive right, title and interest in and to the Trademarks, together with the goodwill of the business. I hereby authorize and request the Commissioner of Patents and Trademarks to record the assignment of the Trademarks set forth herein unto said Assignee as the owner by assignment of the entire right, title and interest in and to said Trademarks, for its sole use and for the use of its legal representatives, to the full end of the term for which the Trademarks are granted, as fully and

entirely as the same had this assignment and sale not been made.

Assignor:

Alan G. Plaman, CEO

Sworn and Subscribed before me this : 8-3-1998 (date)



Kurt Klopfenstein
My Commission CC611706
Expires January 6, 2001

K. Klopfenstein

Notary Public