

FORM PTO-1594 (Rev. 6-93)

REC

09-08-1999

HEET

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

OMB No. 0651-0011 (exp. 4/94)



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Tab settings

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

1. Name of conveying party(ies):

Phoenix Technologies, Ltd.

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

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

3. Nature of conveyance: 9-2-99

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

Execution Date: March 31, 1999

2. Name and address of receiving party(ies)

Name: Touchstone Software Corporation
Internal Address: 1538 Turnpike Street
Street Address: 1538 Turnpike Street
City: N. Andover State: MA ZIP: 01845

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State Delaware, 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)

B. Trademark Registration No.(s) 1961581

Additional numbers attached? Yes No

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

Name: Michael E. Kushnir, Esquire
Internal Address: Devine, Millimet & Branch, P.A.

Street Address: 12 Essex Street, Box 39

City: Andover State: MA ZIP: 01810

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed (Previously Provided), Authorized to be charged to deposit account

8. Deposit account number:

40E

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

DO NOT USE THIS SPACE

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.

Michael E. Kushnir

[Signature]

8/30/99

Name of Person Signing

Signature

Date

For and on behalf of

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

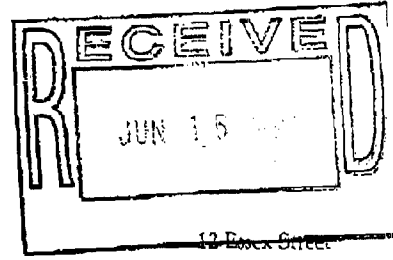
Touchstone Software, Inc.

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, Box Assignments

AD 6/28/99 H/s



DEVINE, MILLIMET & BRANCHI
PROFESSIONAL ASSOCIATION • ATTORNEYS AT LAW



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Manchester, NH
North Hampton, NH

June 10, 1999

CERTIFIED MAIL
NO. P 964 449 793
RETURN RECEIPT REQUESTED

Commissioner of Patents and Trademarks
Box Assignments
Washington, DC 20231

Dear Sir/Madam:

Enclosed please find a Trademark Assignment from Phocnix Technologies Limited to TouchStone Software Corporation, for the mark CardWare (registration no. 1961581). Kindly file this document in your usual manner, and return a date stamped copy to this office to indicate your receipt. For your convenience, I have enclosed a self-addressed envelope, along with a copy of the document in which to return.

Should you have any questions or comments regarding this matter, please do not hesitate to contact me.

Respectfully yours,

Michael E. Kushnir

MEK:tlm
Enclosures

06/30/1999 000001AR 1964581
01 FC1481
49.00 CP

- Joseph A. Millimet
Keshed
- J.M. McDonough, III
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- Toni C. Remus
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- David H. Barnes
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- Donald E. Gardner
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- *Melinda S. Gehra
- Alexander J. Walker, Jr.
- David S. Phillips
- Cindy Robertson
- *Patrick G. Sullivan
- Margaret A. O'Brien
- *Michael Dana Rosen
- *Dyana J. Crahan
- *Patrick C. McHugh
- *John P. Sherman
- David P. Eby
- Scott W. Ellison
- Bret D. Gifford
- Jennifer Shea Mosekel
- Charles R. Powell, III
- *Michael E. Kushnir
- *Kevin G. Cullimore
- Kathleen Lawler Bodmer
- *John E. Friberg, Jr.
- *Daniel E. Wild
- Donna M. Head
- Kristin Kohler
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- *Murphy R. Johnson
- *Patricia M. McGrath
- Paul R. Kfoury, Jr.
- *Linda M. Foulstam
- Giuseppe E. Bellavita

William J. Murphy
Of Counsel

*Admitted in Massachusetts.

TRADEMARK ASSIGNMENT

WHEREAS, Phoenix Technologies Ltd. (the "Assignor"), a Delaware corporation having an address at 411 East Plumeria Drive, San Jose, California, 95134, has adopted, used and is using the marks set forth on Exhibit A attached hereto and herein incorporated by reference, in interstate commerce, which marks are registered in the United States Patent and Trademark Office, and the registration number and date of registration of each such mark is set forth on Exhibit A attached hereto (the "Marks"); and

WHEREAS, TouchStone Software Corporation (the "Assignee"), a Delaware corporation having an address at 1538 Turnpike Street, North Andover, Massachusetts 01845, is desirous of acquiring the Marks and the registration thereof.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignor does hereby assign unto the Assignee all right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and the identified registration thereof.

Assignor does also hereby assign, sell, transfer and set over unto Assignee all claims for damages for reason of past infringement of the Marks, as well as the right to sue for and collect the same for its own use and enjoyment.

Assignor further authorizes the Commissioner of Patents and Trademarks of the United States and any official of any country or countries foreign to the United States whose duty it is to record trademark registrations, applications and title thereto, to record the Marks and title thereto as the property of the Assignee, its successors, legal representatives and assigns in accordance with the terms of this instrument.

Executed as an instrument under seal by an authorized representative of the Assignor on the date indicated below:

PHOENIX TECHNOLOGIES LTD.
("Assignor")

March 31, 1999

By:  4.8.99

Name: Stuart J. Nichols

Title: Vice President, General Counsel & Secretary

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STATE OF CALIFORNIA
COUNTY OF SANTA CLARA

On this 27th day of APRIL, 1999, before me appeared Stuart J. Nichols, the person who signed this instrument, who acknowledged that he/she signed it as a free act on behalf of the identified corporation, having authority to do so.

William F. Bronner
Notary Public
My Commission Expires: NOV 1, 2002

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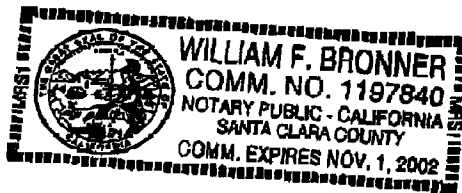


EXHIBIT A

Marks

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
CARDWARE	1961581	March 12, 1996

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