



RADEI



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1. the Hon

11-15-1999

2. Trademarks: Please record the attached original document or copy thereof

1. Name
CONN

U.S. Patent & TMO/TM Mail Rcpt Dt. #54

2. Name and address of receiving party:

Name: ENGHOUSE SYSTEMS USA, INC

Internal Address: _____

Street Address: _____

City: _____ STATE: GEORGIA

CONNEXT, Inc. 11.15.99

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

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

Additional names of conveying parties attached? Yes No

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merge
- Change of Name

Execution Dates:

- 1) SEPTEMBER 10, 1999
- 2) _____
- 3) _____
- 4) _____

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

A. Trademark Application No(s)

B. Trademark Registration No.
1,812,748

Additional numbers attached? Yes No

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

Name: WEISS JENSEN ELLIS & HOWARD

Internal Address: KATHLEEN T. PETRICH

2600 PIKE TOWER

Street Address: 520 PIKE TOWER

City: SEATTLE State: WA ZIP: 98101

6. Total number of applications and registrations involved.....1

7. Total Fee (37 CFR 3.41):\$ 40

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

23-0828

(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.

KATHLEEN T. PETRICH
Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and document 6

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PATENT AND TRADEMARK ASSIGNMENT

WHEREAS, the Assignor ConnexT, Inc., a Washington corporation, having a principal place of business at 1301 Fifth Avenue, Suite 1900, Seattle, Washington, 98101-2603 USA, and which is a wholly owned subsidiary of Puget Sound Energy Corp., a Washington Corporation, having a principal place of business in Bellevue, Washington, USA, (hereafter referred to as the "ASSIGNOR") has previously acquired through assignment two U.S. patents and one pending U.S. patent application, which are listed below, and owns common law and registered trademarks, including a design mark, a slogan mark, and trade dress (also listed below) and the goodwill in the business symbolized by the below-listed marks; and,

WHEREAS, the Assignee, Enghouse Systems USA, Inc., a Georgia Corporation qualified to do business in Washington, and which is a wholly owned subsidiary of Enghouse Systems Ltd., a Canadian Corporation having a principal place of business in Markham, Ontario, Canada, (hereafter referred to as the "ASSIGNEE"), is desirous in obtaining all ownership to the following Patents, Patent Applications and Trademarks on the ASSIGNOR's below-identified patents, patent applications and trademarks.

List of Assigned Patents, Patent Applications and Trademarks

<u>Patent Number</u>	<u>Issue Date</u>	<u>Inventor</u>	<u>Title</u>
U.S. 5,568,399	10/22/96	Z. Sumic	Method and Apparatus for Power Outage Determination Using Distribution System
U.S. 5,329,464	7/12/94	Z. Sumic et al.	Utility Layout Design System

<u>Patent Application Number:</u>	<u>Date</u>	<u>Inventor</u>	<u>Title</u>
U.S. 09/008,133	11/16/98	Z. Sumic et al.	Method for Processing & Disseminating Utility Outage Information

<u>Trademark</u>	<u>Country</u>	<u>Registration No.</u>	<u>Date of Reg.</u>	<u>Int'l. Class</u>
TELLUS	U.S.	1,812,748	12/21/93	9
TELLUS	Australia	747266	10/28/97	9
TELLUS	New Zealand	283969	10/28/97	9

Assignment of Patents and Trademarks
 Assignor: ConnexT, Inc.
 Assignee: Enghouse Systems USA, Inc.
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TRADEMARK

Common law Trademarks

TELLUS AMFM
TELLUS OMS
TELLUS APD
TELLUS ENG

As well as including use of the following:

TELLUS AMFM (Automated Mapping/Facilities Management)
TELLUS Librarian
TELLUS Editor
TELLUS ACE
TELLUS ACE (Automated Construction Engineer- Designer/ Publisher)
TELLUS Designer
TELLUS Publisher
TELLUS Bus Editor
TELLUS Circuit Bus Builder
TELLUS LandEditor
TELLUS AMFM Export
TELLUS Validation
TELLUS As_built Editor
TELLUS Switch Detail Editor
TELLUS Feeder Editor
TELLUS Map Production
TELLUS Database Dictionary
TELLUS Outage Management System
TELLUS OMS (Outage Management System)
TELLUS Dispatcher
TELLUS Desktop
TELLUS ORS
TELLUS Outage Reporting System
TELLUS ORS (Outage Reporting System)
TELLUS Call Center
TELLUS OMS Admin
TELLUS OMB
TELLUS Operational Model Builder
TELLUS OMB (Operational Model Builder)
TELLUS APD (Automated Plat Design, for ESRI and Autodesk platforms)
TELLUS Plat Importer (and DXF Editor)
TELLUS Cartographic Interpreter
TELLUS APD core
TELLUS APD Setup

Assignment of Patents and Trademarks

Assignor: ConnexT, Inc.

Assignee: Enghouse Systems USA, Inc.

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TRADEMARK

TELLUS CYME Export
TELLUS Stoner Export
TELLUS TGLS
TELLUS ADMINISTRATOR
TELLUS DFD
TELLUS Distribution Facilities Database
TELLUS DFD (Distribution Facilities Database)

Product names for products not completed:

TELLUS DPF (Distribution Power Flow)
TELLUS DFA (Distribution Fault Analysis)
TELLUS DPV (Distribution Protection Verification)
TELLUS DCP (Distribution Capacitor Placement)
TELLUS DCO (Distribution Circuit Optimizer)
TELLUS SCA (Secondary Circuit Analyzer)
TELLUS OPLF (Operational Power Load Flow)
TELLUS APD Browser
TELLUS Inspector
TELLUS PRO (Primary Route Optimizer)
TELLUS GISCADA (Integrated GIS- SCADA)
TELLUS Work Order Manager
TELLUS View and Plot

Design marks: (Appendix A)



Trade Dress: (Appendix B)

Digital photo on cover of APD User Manuals
Digital photo on cover of OMS User Manuals
Digital photo used in 1998 ads
Digital photo used in single page glossy brochures

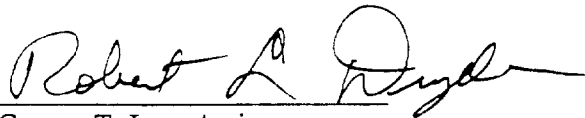
Slogan marks:

"Tellus- The One That Works"

NOW, THEREFORE, for good and valuable consideration enumerated in the sale of the ASSIGNOR's business to the ASSIGNEE, the ASSIGNOR hereby assigns all right, title, and interest in the above-listed patents and patent applications, including any divisional continuation, continuation in part, renewal, substitute or reissue patent applications based thereon that may be later filed, and any corresponding foreign applications that may or shall hereafter be filed and all foreign patents granted from such foreign applications, and also assigns all right, title, and interest in the above-referenced trademarks, including registered marks, common law marks, common law product names, identified product names not completed, logo, trade dress, and slogan, together with the goodwill of the business symbolized by the marks. This Assignment also transfers any rights to the use and benefit of the subject patents and trademarks to the ASSIGNEE and of ASSIGNEE's legal representatives, successors and assigns, as fully and entirely as the same would have been held and enjoyed by the ASSIGNOR had the Assignment not been made.

ASSIGNOR further agrees that the ASSIGNOR will, upon request by the ASSIGNEE, but at ASSIGNEE's expense, promptly provide the Assignee with all pertinent facts and documents relating to the above-listed patents and patent applications, prosecution file wrappers including any continuation, divisional, renewal, substitute or reissue application(s) thereof (if applicable), as well as any patent(s) both foreign and domestic, as may be known or becomes known to the ASSIGNOR. ASSIGNOR also agrees to assist, if applicable, and at ASSIGNEE's expense, in any interference proceeding, reexamination, or reissue proceeding, as well as any cancellation proceeding. ASSIGNOR agrees to submit to ASSIGNEE or its legal representatives any and all papers, instruments, declarations and/or affidavits required to obtain, maintain, apply for a reissue patent, apply for renewals, apply for cancellations, etc., that emanate from same, whether foreign or domestic, which may be necessary or desirable to carry out the purposes hereof.

DATED this 10th day of September, 1999, and SIGNED at Bellevue (city), King County, Washington, USA.



ConnexT, Inc., Assignor
Print name of executing officer of ConnexT, Inc.

ROBERT L. DRYDEN

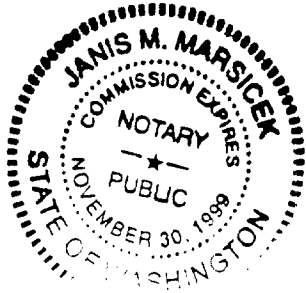
Title President & CEO

State of Washington)

County of King)

ss

On this 10th day of September, 1999, the above listed officer of the Assignor corporation personally appeared before me, Janis M. Marsicek, a Notary in the State of Washington, and is known to me to be the individual described in and who executed the within and foregoing instrument, and acknowledged that he or she signed the same of his or her free and voluntary act and deed, for the uses and purposes mentioned therein.



Janis M. Marsicek
Notary Public in and for the
State of Washington
residing in Kent, WA
My commission expires on 11-30-99