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BALCH & BINGHAM LLP

ATTORNEYS AND COUNSELORS
POST OFFICE BOX 306
BIRMINGHAM, ALABAMA 35201
(205) 251-8100

WRITER'S OFFICE:
1901 SIXTH AVENUE NORTH
SUITE 2600
BIRMINGHAM, ALABAMA 35203
FACSIMILE (205) 226-8799



DIRECT DIAL TELEPHONE:

(205) 226-3404

Pamela A. Payne

02-01-2000



101254500

December 13, 1999

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Re: Recordation of Partial Release of Trademarks

Dear Commissioner:

Please find enclosed the Partial Release of Trademarks executed as of September 30, 1999, by Foothill Capital Corporation, 11111 Santa Monica Boulevard, Suite 1500, Los Angeles, California, 90025-3333, the "Secured Party," and Intergraph Corporation, One Madison Industrial Park, Huntsville, Alabama, 35894, the "Debtor" (the "Agreement"). The Agreement releases Foothill Capital Corporation's security interest, which was recorded previously in the United States Patent and Trademark Office, in the following Intergraph Corporation trademark:

RECEIVED
DEC 29 1999
PIPE/COMS

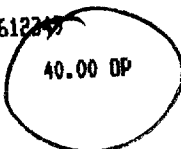
<u>Trademark</u>	<u>Registration Date</u>	<u>Registration No.</u>
ImageStation	Application Pending	75/612,349

Also find enclosed a check in the amount of \$ 40.00 to cover the fees for recording this instrument against the trademark listed above. To the best of my knowledge and belief, the foregoing information is true and correct, and the document enclosed is a true copy of the original agreement. Should you have any questions or need additional information regarding recordation, please contact me at the address or phone number above. Thank you for your assistance with this matter.

Sincerely,

Pamela A. Payne

01/31/2000 DCOATES 00000098 75612349
01 FC:481



Enclosure

PARTIAL RELEASE OF TRADEMARKS

This Partial Release of Trademarks dated as of September 30, 1999 (this "Release") is made by Foothill Capital Corporation, acting in its capacity as secured party (in such capacity, the "Secured Party"), in favor of Intergraph Corporation (the "Debtor").

WITNESSETH

WHEREAS, pursuant to a Trademark Security Agreement recorded in the records of the United States Patent and Trademark Office on January 21, 1997 beginning at Reel 1527, Frame 0558 from the Debtor in favor of Secured Party, the Debtor granted to Secured Party, among other things, a continuing security interest in certain Trademarks set forth on Schedule 1 hereto (the "Subject Trademarks") and Debtor hereby represents and warrants to Secured Party that the Subject Trademarks constitute assets utilized primarily in Debtor's photogrammetric and GIS business;

WHEREAS, the Secured Party wishes to release its security interest solely in the Subject Trademarks in the records of the United States Patent and Trademark Office;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Secured Party does hereby release, without recourse, representation or warranty, its security interest in, to or under solely the Subject Trademarks, together with the goodwill of the business solely to the extent symbolized thereby.


Secured Party shall execute any further documents as may be reasonably requested by Debtor in order to fully effectuate the release of its security interest in the Subject Trademarks.

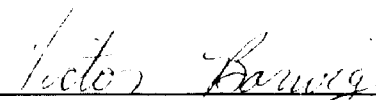
This Release shall be governed in all respects by the laws of the State of California.

IN WITNESS WHEREOF, the Secured Party has caused this Release to be duly executed and delivered by its officer thereunto duly authorized as of September 30, 1999.

INTERGRAPH CORPORATION
as Debtor

FOOTHILL CAPITAL CORPORATION
as Secured Party

By: 
Name: JOHN W. DIMPATE
Title: Exec VP

By: 
Name: Victor Barwig
Title: Vice President

**Schedule of Trademarks
to be released**

U.S. Registration Serial No.	Mark	Registration Date
Pending 75/612,349	ImageStation	Application Pending
Unregistered	ImageStation Z	
Unregistered	ImageStation SSK	
Unregistered	PhotoScan	
Unregistered	PhotoScan TD	
Unregistered	ScanServer	
Unregistered	ImageServer	
Unregistered	ImagePipe	
Unregistered	I/Parcel	
Unregistered	"Simply the Best"	
Unregistered	"Why Settle for Less?"	

394325.1

RECORDED: 12/16/1999

**TRADEMARK
REEL: 002013 FRAME: 0600**