

04/18/00

05-10-2000



101352554

To the Honorable Commissioner of Patents and Trademarks. Please refer to this document as **PTO-1594** and its attachments or copy thereof.

1. Name of conveying party(ies): **OPR/FINANCE**
 Henter-Joyce, Inc.

Individual(s) Association

General Partnership Limited Partnership
 Corporation-State -Florida
 Other _____

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: April 11, 2000

2. Name and address of receiving party(ies):
 Name: Freedom Scientific Inc.

Internal Address: _____

Street Address: 2131 Palomar Airport Road, Suite 200

City: Carlsbad State: CA ZIP 92009

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
 (Designation must be a separate document from Assignment).
 Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)

Additional numbers attached? Yes No

B. Trademark Registration No.(s)

See Attached Schedule of Trademarks
 Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Maricel Mojares-Moore, Cooley Godward LLP

Internal Address: 20th Floor

Street Address: One Maritime Plaza

City: San Francisco State: CA ZIP 94111-3580

6. Total number of applications and registration involved: 3

7. Total fee (37 CFR 3.41): \$ 90.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
03-3118
 (Attach duplicate copy of this page if paying by deposit account)

05/09/2000 DC0ATES 00000114 2275691

01 FC:481 40.00 DP DO NOT USE THIS SPACE
 02 FC:482 50.00 DP

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.

Maricel Mojares-Moore 4-18-00
 Maricel Mojares-Moore Date

Total number of pages including cover sheet, attachments, and document: **5**

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

TRADEMARK ASSIGNMENT

WHEREAS, HENTER-JOYCE, INC., a Florida corporation and subsidiary of Freedom Scientific Inc. (more fully described below), having a business address of 2131 Palomar Airport Road, Suite 200, Carlsbad, CA 92009 (hereinafter referred to as "Assignor") owns the entire right, title and interest in and to the U.S. trademark registrations (hereinafter collectively referred to as "Trademarks") listed on the attached Schedule A; and

WHEREAS, FREEDOM SCIENTIFIC INC., a Delaware corporation, having offices at 2131 Palomar Airport Road, Suite 200, Carlsbad, CA 92009 (hereinafter referred to as "Assignee"), desires to acquire the entire right, title and interest in and to the said Trademarks as successor to the business of Assignor which business is ongoing and existing.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby sell, assign and transfer unto said Assignee, its successors, assigns and legal representatives, the full and exclusive right, title and interest in and to said Trademarks which may be granted therefor throughout the world, and renewals thereof, including without limitation all common law rights throughout the world; together with all goodwill associated therewith and all claims, causes of action and damages recoverable for past infringement, if any, of said Trademarks (subject to offsets for legal fees and expenses incurred by Assignor prior to the date of this assignment), and Assignor hereby authorizes and requests the Commissioner of Patents and Trademarks to issue all registrations of Trademarks, insofar as Assignor's interest is concerned, to the said Assignee of Assignor's entire right, title and interest.

Assignor also hereby sells and assigns to Assignee, its successors, assigns and legal representatives the right to file applications and obtain trademarks in its own name throughout the world including all rights of priority, all rights to publish cautionary notices reserving ownership of said marks and all rights to register said marks in appropriate registries; and Assignor further agrees to execute any and all powers of attorney, applications, assignments, declarations, affidavits, and any other papers in connection therewith necessary to perfect such right, title and interest in Assignee, its successors, assigns and legal representatives.

Assignor hereby further agrees that Assignor will communicate to said Assignee, or to its successors, assigns and legal representatives, any facts known to Assignor respecting any changes in use, and, at the expense of said Assignee, will testify in any legal proceedings, sign all lawful papers, execute all renewal applications, make all lawful oaths, and generally do everything possible to vest title in said Assignee and to aid said Assignee, its successors, assigns and legal representatives in obtaining and enforcing proper protection for said marks in such countries as Assignee may elect.

IN WITNESS WHEREOF, Assignor has caused this instrument to be executed effective
April 11, 2000.

HENTER-JOYCE, INC.

By: Howard A. Lese

Title: Secretary

SCHEDULE A
(Trademark Assignment by Henter-Joyce, Inc.)

<u>TITLE</u>	<u>COUNTRY</u>	<u>REGISTRATION INFORMATION</u>
MAGic/Magnification in Color	U.S.	Reg. No. 2,275,691
JAWS	U.S.	Reg. No. 1,606,168
WORDSCHOLAR	U.S.	Reg. No. 1,870,431

April 18, 2000

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

Re: Recordation Form Cover Sheet – Trademarks Only
Our Reference: A7485-103

Dear Sir:

Attached please find a Recordation Form Cover Sheet and a copy of the Trademark Assignment made by Henter-Joyce, Inc. assigning its interest in trademarks listed therein to Freedom Scientific Inc. Please record this assignment on the records of the three U.S. registered trademarks noted on the Recordation Form Cover Sheet.

Also attached is our check in the amount of \$40.00 to cover the fee for this recordation. Please charge any deficiency or credit any overpayment of this fee to Deposit Account No. 03-3118. A duplicate copy of this letter as authorization is attached hereto for your convenience.

Thank you very much. If you have any questions, please contact me immediately. Kindly acknowledge your receipt of these materials by stamping and returning the provided brown postcard.

Very truly yours,

COOLEY GODWARD LLP



Aaron J. Borden
Paralegal

Attachments

cc: Maricel Mojares-Moore

509836 v1/SF
@X#401.DOC

SCHEDULE OF TRADEMARKS

Trademark	Registration No.
MAGic/Magnification in Color	2,275,691
JAWS	1,606,168
WORDSCHOLAR	1,870,431