

4.19.00

05-11-2000



101353227

To the Honorable Commissioner of Patents and Trademarks and thereof.

original documents or copy

1. Name of conveying party(ies): OPR/FINANCE
Freedom Scientific Inc.

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:

Assignment Merger
 Security Agreement Change of Name
Other _____

Execution Date: April 11, 2000

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

Name: Freedom Scientific BLV Group, LLC.

Internal Address: _____

Street Address: 11800 31st Court North

City: St. Petersburg State: FL ZIP 33716

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other a Delaware limited liability company

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)

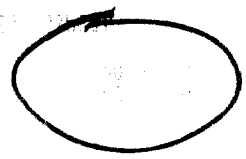
DO NOT USE THIS SPACE

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.

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

Total number of pages including cover sheet, attachments, and document: 4

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



SCHEDULE OF TRADEMARKS

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

ASSIGNMENT AGREEMENT

This Assignment Agreement (the "Agreement") is made and effective as of April 11, 2000, by and between **FREEDOM SCIENTIFIC INC.**, a Delaware Corporation ("Freedom"), and **FREEDOM SCIENTIFIC BLV GROUP, LLC**, a Delaware limited liability company ("BLV").

Agreement

NOW, THEREFORE, the parties hereby agree as follows:

1. Freedom hereby conveys, sells, transfers, assigns and delivers to BLV all of the common stock of Henter-Joyce, Inc., a Florida Corporation ("Henter-Joyce"), purchased by Freedom pursuant to the terms of that certain Stock Purchase Agreement among Freedom, Henter-Joyce, certain stockholders and certain holders of stock appreciation rights in Henter-Joyce dated March 31, 2000, as amended (the "Henter-Joyce Stock").

2. Freedom agrees that it will cooperate with BLV as necessary or desirable to protect BLV's rights in the Henter-Joyce Stock.

3. This Agreement may be executed in one or more counterparts, each of which shall be deemed to be an original but all of which taken together shall constitute one and the same instrument.

4. This Agreement shall be deemed a contract made under, and for all purposes shall be construed in accordance with, the laws of the State of California as such laws are applied to contracts entered into and performed entirely within the State of California by California residents.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, this Agreement has been executed by the duly authorized officers of Freedom and BLV, as of the day first above written.

FREEDOM SCIENTIFIC INC.

By: *R Chandler*
Richard Chandler,
President

FREEDOM SCIENTIFIC BLV GROUP, LLC

By: Freedom Scientific Inc., Sole Member

By: *R Chandler*
Richard Chandler,
President

Cooley Godward LLP

ATTORNEYS AT LAW

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303 546-4000

One Maritime Plaza
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94111-3580

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303 606-4800

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650 843-5100

Palo Alto, CA
650 843-5000

www.cooley.com

Reston, VA
703 262-8000

San Diego, CA
858 550-6000

April 19, 2000

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

AARON BORDEN
415 693-2427
aborden@cooley.com

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 Freedom Scientific Inc. assigning its interest in certain trademarks to Freedom Scientific BLV Group, LLC. 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 \$90.00 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 yellow postcard.

Very truly yours,

COOLEY GODWARD LLP



Aaron J. Borden
Paralegal

Attachments

cc: Maricel Mojares-Moore

509896 v1/SF
@XFS011.DOC

TRADEMARK
REEL: 002069 FRAME: 0821

Cooley Godward LLP

ATTORNEYS AT LAW

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650 843-5000
Reston, VA
703 262-8000
San Diego, CA
858 550-6000

www.cooley.com

AARON BORDEN
415 693-2427
aborden@cooley.com

April 19, 2000

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Very truly yours,

COOLEY GODWARD LLP



Aaron J. Borden
Paralegal

Attachments

cc: Maricel Mojares-Moore
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RECORDED: 04/19/2000

TRADEMARK
REEL: 002069 FRAME: 0822