

07-10-2000

Box Assignments
Commissioner of Patents and Tradem
Washington, DC 20231



101399092

RECORDATION FORM COVER SHEET -- TRADEMARKS
(Form PTO-1594)

6-15-00

REC'D JUN 12 PM 4:01
OPR/FINANCE

Sir:

Please record the attached original documents or copy thereof:

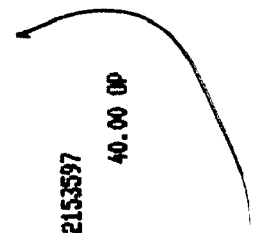
1. The name of the conveying party is Commercialware, Inc., a corporation of the State of Delaware.
2. The name and address of the party receiving the interest is Mozart Systems Corporation, 1350 Bayshore Highway, Suite 630, Burlingame, California 94010, a corporation of the State of California.
3. The nature of the attached document is Assignment of Registration of a Mark, which was executed on May 31, 2000.
4. In connection with:
 - A. The trademark/service mark registration number:
2,153,597
5. The name and address to whom all correspondence concerning document should be mailed is:

J. Suzanne Siebert
MAJESTIC, PARSONS, SIEBERT & HSUE P.C.
4 Embarcadero Center, Suite 1100
San Francisco, California 94111-4106
Telephone: (415) 248-5500
Telefacsimile: (415) 362-5418

6. A total of one registration is involved in this request.
7. The fee of \$40 is enclosed to cover the costs of recordal.

Serial No.: 75/244,763

-1-



07/06/2000 BCDATES 00000054 2153597
40.00 DP
FC:461

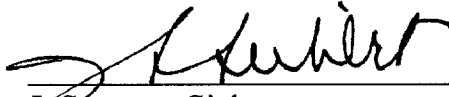
TRADEMARK
REEL: 002108 FRAME: 0451

8. The Commissioner is hereby authorized to charge any additional fees which may be required, or credit any overpayment, to Deposit Account No. 13-1030.
9. 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.

Respectfully submitted,

MAJESTIC, PARSONS, SIEBERT & HSUE P.C.

Dated: June 7, 2000.
Atty. Docket: ASPN.005US0



L. Suzanne Siebert

The total number of pages (including cover sheet, attachments, and document) is three (3).

ASSIGNMENT OF REGISTRATION OF A MARK

WHEREAS, COMMERCIALWARE, INC., a Corporation of the State of Delaware, having a place of business at Cochituate Place, 24 Prime Park Way, Natick, Massachusetts 01760, hereinafter referred to as "Assignor," is the owner of U.S. Registration No. 2,153,597, registered April 28, 1998, of the Mark "MOZART," and of the Mark itself for the goods specified in the registration;

WHEREAS, MOZART SYSTEMS CORPORATION, a Corporation of the State of California, having a place of business at 1350 Bayshore Highway, Suite 630, Burlingame, California 94010, hereinafter referred to as "Assignee," desires to acquire the entire right, title and interest in and to said Registration and Mark, including the goodwill associated therewith;

NOW, THEREFORE, for other good and valuable consideration received by Assignor from Assignee, the receipt of which is hereby acknowledged by Assignor,

1. Assignor hereby sells, assigns, transfers and conveys to Assignee the entire worldwide right, title and interest in and to said Mark, and of the above identified Registration thereof, and the goodwill associated therewith, together with all claims, demands and causes of action for the past infringement of said Mark and Registration or for unfair competition in business in connection therewith whatsoever or by whomsoever committed; said interest to be held and enjoyed by Assignee as fully and exclusively as it would have been held and enjoyed by said Assignor had this Assignment and transfer not been made.

2. Assignor hereby warrants, covenants and represents that it has not heretofore granted any license, right or privilege with respect to said Mark and Registration or in any other way encumbered the same, and that Assignor has the full right to make this Assignment.

3. The terms, covenants and provisions of this Assignment shall inure to the benefit of Assignee, its successors, assigns and other legal representatives, and shall be binding upon Assignor, the Assignor's heirs, legal representatives and assigns.

IN TESTIMONY WHEREOF, Assignor has executed and delivered to Assignee this instrument this 31 day of May, 2000.

COMMERCIALWARE, INC.

By: Kevin Collins
Name: KEVIN COLLINS
Title: CHIEF FINANCIAL OFFICER

State of Massachusetts)
County of Middlesex) ss.

On 5/31/00, before me, PEARL BLATZ personally appeared Kevin Collins, personally known to me/proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Pearl R. Blatz
Notary Public

my Commission expires 9/7/01

(SEAL)