12-29-2000 U.S. Department of Commerce FORM PTO-1618A Patent and Trademark Office TRADEMARK OMB 0651-0027 101566517 RECORDATION FORM COVER SHEET 12-11-00 TRADEMARKS ONLY TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies Submission Type Conveyance Type X X Assignment License New Resubmission (Non-Recordation) Security Agreement **Nunc Pro Tunc Assignment** Document ID # **Effective Date** Month Day Year Merger **Correction of PTO Error** Frame # Reel # Change of Name **Corrective Document** Reel# Frame # Other **Conveying Party** Mark if additional names of conveying parties attached **Execution Date** Month Day Year Name Harris Publishing Systems Corporation 10 17 00 Formerly **Association** Corporation General Partnership Limited Partnership Individual Other X | Citizenship/State of Incorporation/Organization <u>Delaware</u> Mark if additional names of receiving parties attached **Receiving Party** Name Harlequin Limited DBA/AKA/TA Composed of Address (line 1) Barrington Hall Address (line 2) Barrington United Kingdom Address (line 3) Cambridge CB2 5RG Zip Code State/Country If document to be recorded is an Limited Partnership assignment and the receiving party is General Partnership Individual not domiciled in the United States, an appointment of a domestic **Association** Corporation representative should be attached. (Designation must be a separate document from Assignment.) Other Citizenship/State of Incorporation/Organization England FOR OFFICE USE ONLY 00000132 75927962 12/28/2000 GTON11 40.00 OP 01 FC:481 Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB 0.0. 2022) and to the Office of Information and Regulatory Chairs, Office of International Code of the Mail documents to be recorded with required cover sheet(s) information to: Commissioner of Patents and Trademarks, Box Assignments , Washington, D.C. 20231 ADDRESS.

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FORM PTO- Expires 06/30/99 OMB 0651-0027	·1618B	Page 2	U.S. Department of Commerce Patent and Trademark Office TRADEMARK	
Domestic R	Representative Name and A	Address Enter for the f	irst Receiving Party only.	
Name	Harlequin Incorporated			
Address (line 1)	95 Sawyer Road			
Address (line 2)	Three University Park			
Address (line 3)	Waltham, MA 02453	· · · · · · · · · · · · · · · · · · ·		
Address (line 4)				
Correspond	dent Name and Address Ar	ea Code and Telephone Numb	er 617-523-2700	
Name	George W. Tuttle, Lega	l Assistant		
Address (line 1)	Holland & Knight LLP			
Address (line 2)	One Beacon Street			
Address (line 3)	Boston, MA 02108			
Address (line 4)				
Pages	Enter the total number of page including any attachments.	es of the attached conveya	ice document #	
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Tra	demark Application Number(s)		Registration Number(s)	
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Number of Properties Enter the total number of properties involved. # 1				
Fee Amou	nt Fee Amount for	Properties Listed (37 CFR	3.41): \$ 40.00	
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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. Charges to deposit account are authorized, as

Authorization to charge additional fees:

indicated herein.

TAMES FREIDMH	(Van h_
Name of Person Signing	Signature

No

Date Signed

Yes

BILL OF SALE

This Bill of Sale ("Bill of Sale") is executed and delivered as of October 17, 2000 by HARRIS PUBLISHING SYSTEMS CORPORATION, a Delaware corporation ("Seller") to HARLEQUIN LIMITED, a company formed under the laws of England ("Buyer"). All capitalized terms used and not defined herein shall have the respective meanings ascribed to such terms in the Asset Purchase Agreement (the "Purchase Agreement") dated of even date herewith by and between Seller and Buyer.

WITNESSETH

WHEREAS, pursuant to the Purchase Agreement, Seller has agreed to grant, sell, transfer, convey, assign and deliver to Buyer to have and to hold forever the Purchased Assets;

NOW, THEREFORE, in consideration of the foregoing recitals, the execution and delivery of the Purchase Agreement, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

- 1. Seller hereby sells, transfers, conveys, assigns and delivers to Buyer, its successors and assigns, to have and hold forever, the Purchased Assets as set forth in Exhibit A hereto.
- 2. This sale, transfer, conveyance and assignment has been executed and delivered by Seller in accordance with the Purchase Agreement. This Bill of Sale shall be governed by and construed and enforced in accordance with the laws of the Commonwealth of Massachusetts.
- 3. Seller, by its execution of this Bill of Sale, and Buyer, by its acceptance of this Bill of Sale, each hereby acknowledges and agrees that neither the representations and warranties nor the rights and remedies of any party under the Purchase Agreement shall be deemed to be enlarged, modified or altered in any way by this Bill of Sale.

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IN WITNESS WHEREOF, this Bill of Sale has been duly executed by the parties hereto as of and on the data first above written.

SELLER:

HARRIS PUBLISHING SYSTEMS CORPORATION, a Delaware corporation

Witness

Name: G. Briggs Kilborne

BUYER:

HARLEQUIN LIMITED
a company formed under the laws of England

Witness

Name: JAMES FREISAL

Title: CHIEF OPENATURE OFFICER

EXHIBIT A

The Purchased Assets consists of the following Assigned Contracts:

ECRM

5D Solutions Ltd.

Harlequin and HPSC Cooperative Development and Worldwide Distribution Agreement

The Purchased Assets consists of the following Intellectual Property:

a) Patent Applications

Four patent applications have been filed with the United States Patent and Trademark Office for MaxWorkFlow:

Prepress Workflow Method Using Raster Image Processor

Case No. GCSD-1059 (51046) US SN:09/411,327, Filed 10/1/99 PCT application filed 9/28/00

Method of Arranging a Prepress Workflow

Case No. GCSD-1060 (51047) US SN 09/411,367, Filed 10/1/99 PCT application filed 9/28/00

Method and System for Arranging a Workflow Using Graphical User Interface

Case No. GCSD-1066 (51048) US SN 09/411,368, Filed 10/1/99 PCT application filed 9/28/00

Prepress Workflow Method and Program

Case No. GCSD-1052 (51043) US SN 09/411,995, Filed 10/1/99 PCT application filed 9/28/00

b) Trademarks

The following is a list of pending trademarks for MAXWorkFlowTM.

MAXWorkFlow

Application No: 75/927,962, Filed 2/25/00

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