



## ASSIGNMENT OF TRADEMARK

Whereas, SBT Accounting Systems ("Assignor"), a California corporation, has adopted the Marks attached hereto as Exhibit A (hereinafter "Marks") in the United States, and the Marks are registered or applications are pending for registration in the United States Patent and Trademark Office as set out on Exhibit A.

Whereas, ACCPAC International, Inc., a Delaware corporation located and doing business at 6700 Koll Center Parkway, Third Floor, Pleasanton, CA 94566 ("Assignee") intends to acquire for use the Marks and any and all registrations and applications;

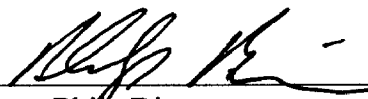
Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all its right, title and interest in and to said Marks, together with the goodwill of the business symbolized by the Marks, and the corresponding applications or registrations. This assignment includes the right to sue and recover damages for past and future infringements of Assignor's rights in the Marks and to bring any proceeding in the United States Patent and Trademark Office or any equivalent agency in any other country for cancellation or opposition or other proceeding in connection with said Marks. The right, title and interest is to be held and enjoyed by Assignee and Assignee's successors and assigns as fully and exclusively as it would have been held and enjoyed by Assignor had this assignment not been made.

Assignor further agrees that it will execute, verify, acknowledge and deliver all such further papers, including any instruments of transfer and recordable assignments, and perform such other acts as Assignee lawfully may request from time to time, to perfect and vest title in the Marks in Assignee, or Assignee's successors and assigns.

IN TESTIMONY WHEREOF, Assignor has executed this document on the date indicated.

SBT Accounting Systems

By:

  
Name: Philip Bierman  
Title: Vice President

Date:

JULY 12, 2001

**EXHIBIT A**

**APPLICATIONS AND REGISTRATIONS**

<b>TRADEMARK NAME</b>	<b>APPLICATION NO.</b>	<b>REGISTRATION NO.</b>
EXECUTIVE SERIES		2,250,845
INTERNET BUSINESS CONSULTANT		2,110,102
PROALERT	76/037,934	
VISIONPOINT		1,897,425
WEBALERT (Cl. 38)		2,025,599
WEBALERT (Cl. 9)		2,028,823
WEBSTREET		2,192,478
WEBTRADER		2,198,730