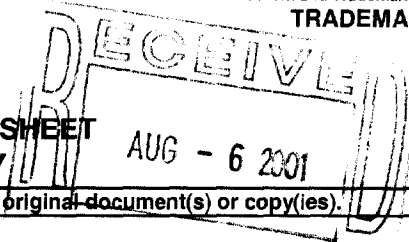


08-10-2001



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



MND
8.6.01

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment
- Security Agreement
- Merger
- Change of Name
- License
- Nunc Pro Tunc Assignment
- Effective Date
Month Day Year
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

- Name
- Formerly
- Individual
 - General Partnership
 - Limited Partnership
 - Corporation
 - Association
 - Other
 - Citizenship/State of Incorporation/Organization

RECEIVING PARTY

Mark if additional names of receiving parties attached

- Name
- DBA/AK/TA
- Composed of
- Address (line 1)
- Address (line 2)
- Address (line 3)
City State/Country Zip Code
- Individual
 - General Partnership
 - Limited Partnership
 - Corporation
 - Association
 - Other
 - Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

08/09/2001 LNUELLER 00000177 75607883

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01 FC:461
02 FC:462

40.00 DP
275.00 DP

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

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="75/607,883"/>	<input type="text" value="75/511,243"/>	<input type="text" value="75/169,219"/>	<input type="text" value="2,084,226"/>	<input type="text" value="2,351,493"/>	<input type="text" value="1,577,507"/>
<input type="text" value="75/774,892"/>	<input type="text" value="75/754,134"/>	<input type="text" value="75/754,135"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75/754,136"/>	<input type="text" value="75/754,137"/>	<input type="text" value="75/754,138"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment:

Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes No

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 indicated herein.

Name of Person Signing



Signature

Date

TRADEMARK ASSIGNMENT

WHEREAS, Spatial Technology Inc. ("Spatial"), a Delaware corporation, owns all rights, title and interest in and to the trademark registrations and trademark applications listed in Schedule A attached hereto (the "Trademarks"); and

WHEREAS, Spatial makes this assignment pursuant to the Purchase Agreement by and among Dassault Systemes Corp. ("Purchaser"), a Delaware corporation, Spatial Components, LLC ("Components"), a Delaware limited liability company, and Spatial, dated as of July 4, 2000, as amended September 2, 2000 (the "Purchase Agreement"), pursuant to which Spatial assigned to Components the Assets (as defined in the Purchase Agreement) including the Trademarks and the permitted assignee of Purchaser, Spatial Corp., a Delaware corporation and a wholly owned subsidiary of Purchaser, purchased all of the Components Membership Interests (as defined in the Purchase Agreement).

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. As of the Closing Date (as defined in the Purchase Agreement), Spatial does hereby sell, assign, transfer and quitclaim unto Components the entire right, title and interest of Spatial in and to the Trademarks, together with the goodwill of the business symbolized thereby.
2. Except as expressly provided in the Purchase Agreement, Spatial makes no warranty, express or implied, with respect to the Trademarks.

Upon and at Components' request, Spatial will take all actions and execute all documents reasonably necessary to perfect the interest assigned hereby.

SPATIAL TECHNOLOGY INC.

SPATIAL COMPONENTS, LCC

By: Todd S. Londra

Name: Todd S. Londra
Title: VP Administration + Secretary
Date: Nov. 14, 2000

By: Todd S. Londra

Name: Todd S. Londra
Title: Treasurer + Secretary
Date: Nov. 14, 2000

STATE OF COLORADO)
) ss.
COUNTY OF BOLDER)

On NOVEMBER 14, 2000, before me, Valerie R. Gaultreau personally appeared Todd S. Londra 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.

My Commission Expires: NOVEMBER 16, 2003

Notary Public Valerie R. Gaultreau

SCHEDULE A

<u>MARK</u>	<u>APPLICATION NO.</u>	<u>REG. NUMBER</u>	<u>FILING/REG. DATE</u>
SPATIAL TECHNOLOGY	75/607,883	N/A	December 18, 1998
SAT	75/511,243	2,342,417	June 30, 1998 April 18, 2000
INTRAVISION	75/169,219	2,106,931	September 20, 1996 October 21, 1997
CALSVIEW	74/448,716	2,084,226	October 18, 1993 July 29, 1997
3D Design	75/607,884	2,351,493	December 18, 1998 May 23, 2000
ACIS	73/797,990	1,577,507	May 5, 1989 January 16, 1990
JETSCREAM	75/774,892	N/A	August 12, 1999
3DX	75/754,134	N/A	July 19, 1999
STX	75/754,135	N/A	July 19, 1999
SAX	75/754,136	N/A	July 19, 1999
SXL	75/754,137	N/A	July 19, 1999
SXZ	75/754,138	N/A	July 19, 1999