

RE: 10-19-1999

Docket No.:

018999.0119

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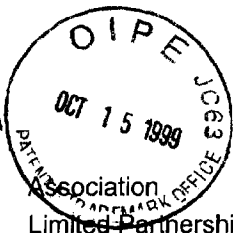
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To the Honorable Commissioner of Patents and Trademarks and the Patent and Trademark Office, send original documents or copy thereof.

1. Name of conveying party(ies):

AXENT Technologies, Inc.

Handwritten: 10/15/99



- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other

Additional names(s) of conveying party(ies) Yes No

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

Name: Raxco Software, Inc.

Internal Address: _____

Street Address: 6 Montgomery Village Avenue, Suite 500

City: Gaithersburg State: MD ZIP: 20879

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware
- Other _____

If assignee is not domiciled in the United States, a domestic designation is Yes No
(Designations must be a separate document from Additional name(s) & address(es) Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: March 31, 1999

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

U.S. Reg. No. 1901160; U.S. Reg. No. 1801411;
U.S. Reg. No. 1681952; U.S. Reg. No. 1801410;
U.S. Reg. No. 1692495; U.S. Reg. No. 1643423;
U.S. Reg. No. 1643422.

Yes No

Additional numbers

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: James Arpin

Internal Address: Baker & Botts, L.L.P.
The Warner, Suite 1300

Street Address: 1299 Pennsylvania Avenue, N.W.

City: Washington State: D.C. ZIP: 20004

6. Total number of applications and registrations involved:.....

7

7. Total fee (37 CFR 3.41):.....\$ 190.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

02-0375

^18/1999 MTHAI 00000245 1901160

DO NOT USE THIS SPACE

01 FC:481 40.00 OP
02 FC:482 150.00 OP

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.

James B. Arpin

Name of Person Signing

Handwritten signature of James B. Arpin

Signature

October 15, 1999

Date

Total number of pages including cover sheet, attachments, and

7

BILL OF SALE AND ASSIGNMENT

FOR VALUE RECEIVED, the undersigned, AXENT Technologies, Inc., a corporation organized and existing under the laws of Delaware ("Assignor"), hereby sells, assigns, transfers and conveys to Raxco Software, Inc., a corporation organized and existing under the laws of Delaware ("Assignee"), all of Assignor's right, title and interest in and to the following:

1. the computer software products set forth on Schedule A attached hereto and made a part hereof (individually and collectively the "Assigned Product"), including all the intellectual property rights directly related to the Assigned Product that are owned by AXENT. The Assigned Product shall also include the following to the extent they are directly related to the Assigned Product and owned by AXENT: (a) all operator's manuals, user documentation, installation guides, system programmers' and administrators' documentation and manuals, narrative descriptions, flowcharts, program component descriptions, design specifications, file layouts and logic flow diagrams; (b) all current, previous, enhanced and developmental versions of the source code, object, runtime and executable code, job control language, macros, algorithms, objects, procedures, functions and modules comprising the Assigned Product and existing as of the date hereof; (c) all error and support logs, databases, output reports, test and other data relating to the installation, checkout and operation of the Assigned Product; (d) all advertising, marketing and public relations material and information for the Assigned Product; (e) all copyright and patent rights, applications and registrations relating to the foregoing, as set forth on Schedule B attached hereto and made a part hereof; (f) all *droits moral* and other authors' rights relating to the foregoing; (g) all rights, applications and registrations relating to all trade names, trademarks and service marks relating to the Assigned Product, as set forth on Schedule B attached hereto and made a part hereof; (h) all rights of recovery and reimbursement for and against third parties with respect to their use, copying and possession of any Assigned Product, all rights to sue and obligations to defend and all other claims and causes of action relating to the foregoing; (i) the goodwill associated with or appurtenant to any and all of the foregoing; and (j) the absolute, unrestricted and exclusive right to use all of the foregoing throughout the world (subject to domestic and foreign laws), including the right to modify, enhance sell, lease, rent, license and otherwise exploit and dispose of any and all aspects of the foregoing.

The assignment, transfer and conveyance of the assets described herein is free and clear of all liabilities, charges, obligations, security interests, liens and other encumbrances.

This Bill of Sale and Assignment shall be construed and enforced in accordance with the laws of the State of Maryland.

Dated: March 31st, 1999

ASSIGNOR

AXENT Technologies, Inc.

*ck
st*

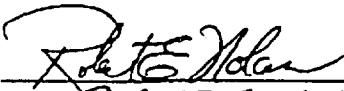
By: *John Becker*
Name: JOHN BECKER
Title: CEO + CHAIRMAN

ACCEPTANCE

Assignee does hereby accept this assignment of all right, title and interest of Assignor in and to the assets above described.

IN WITNESS WHEREOF, Assignee has executed this Acceptance as of the 31st day of March, 1999.

Raxco Software, Inc.

By: 
Name: ROBERT E. NOLAN
Title: PRESIDENT

SCHEDULE A
TO BILL OF SALE AND ASSIGNMENT
ASSIGNED PRODUCT

1. PerfectCache
2. PerfectDisk
3. UltraDisk (also known as Fragment Fighter)
4. PerfectFile (RSU)
5. PerfectTune
6. RaxMaster
7. Diskit

SCHEDULE B
TO BILL OF SALE AND ASSIGNMENT

REGISTERED COPYRIGHTS, PATENTS AND TRADEMARKS

A. TRADEMARKS

1. U.S. Reg. No. 1901160 FRAGMENTFIGHTER
2. U.S. Reg. No. 1801411 PERFECTCACHE
3. U.S. Reg. No. 1681952 PERFECTDISK
4. U.S. Reg. No. 1801410 PERFECTTUNE
5. U.S. Reg. No. 1692495 RAXMANAGER
6. U.S. Reg. No. 1643423 RAXMASTER
7. U.S. Reg. No. 1643422 RAXCO
8. PERFECTFILE (not registered)
9. ULTRADISK (not registered – was Fragment Fighter)

B. COPYRIGHTS

(None registered for assigned product and accompanying documentation)

C. PATENTS

1. Australian Patent No. 634726, issued 6/25/93 - Method of Memory CPU Time Allocation for a Multi-user Computer System.
2. Canadian Patent No. 1,329,432, issued 5/10/94 - Method of Memory CPU Time Allocation for a Multi-user Computer System.
3. US. Patent No. 5,398,142, issued 3/4/95 – Method for Eliminating File Fragmentation and Reducing Average Seek Times in a Magnetic Disk Media Environment. Reexamination Certificate No. B1 5,398,142 issued 9/16/97.
4. Australian Patent No. 627029, issued 12/7/92 – Method for Eliminating File Fragmentation and Reducing Average Seek Times in a Magnetic Disk Media Environment.
5. Canadian Patent No. 1,322,242, issued 9/14/93 – Method for Eliminating File Fragmentation and Reducing Average Seek Times in a Magnetic Disk Media Environment.
6. Australian Patent No. 6607733, issued 10/23/95 - Method of Memory CPU Time Allocation for a Multi-user Computer System.
7. PCT filing: PCT/US93/11797 – Preliminary examination report issued on 4/10/95. Apparatus and Method for Moving Open Files.
8. U.S. Patent No. 5,808,821, issued 9/15/98 - Method for Eliminating File Fragmentation and Reducing Average Seek Times in a Magnetic Disk Media Environment.
9. U.S. Patent Application No. 08/400,002 – appeal pending. Method for Moving an Open file Being Accessed by at least one user.

10. Canadian Patent Application No. 2,148,701, filed 12/6/93 - Apparatus and Method for Moving Open Files.
11. Australian Patent No. 678804, issued 6/12/97 - Response to Examiner's first report filed 10/31/96. Apparatus and Method for Moving Open Files.
12. U.S. Patent No. 5,655,119, issued 8/5/97 - Method for Moving an Open File being Accessed by at least one user.
13. U.S. Patent No. 5,517,643, issued 5/14/96 - Method of Allocating Memory among a plurality of process of a computer system.
14. U.S. Patent No. 4,701,848, issued 10/20/87 - System for Effectively Paralleling Computer Terminal Devices.