

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Termination and Release of Security Interest in Trademark Rights

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Wells Fargo Capital Finance, Inc., as Agent	FORMERLY Wells Fargo Foothill, Inc.	02/11/2011	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	Bentley Systems, Incorporated
Street Address:	685 Stockton Drive
City:	Exton
State/Country:	PENNSYLVANIA
Postal Code:	19341
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 247

Property Type	Number	Word Mark
Registration Number:	1698820	MICROSTATION
Registration Number:	2623891	MICROSTATION
Registration Number:	2141904	MICROSTATION GEOGRAPHICS
Serial Number:	75544266	MICROSTATION GEOWASTEWATER
Registration Number:	2311015	MICROSTATION GEOWATER
Registration Number:	2624221	MICROSTATION I/RAS B
Registration Number:	2149215	MICROSTATION LINK
Registration Number:	2235681	MICROSTATION MASTERPIECE
Registration Number:	1963854	MICROSTATION POWERDRAFT
Registration Number:	2472794	MICROSTATION SCHEMATICS
Registration Number:	2217223	MICROSTATION SE
Registration Number:	2278083	MICROSTATION TELCO
Registration Number:	2259966	MICROSTATION/J
Registration Number:	2152889	TMC THE MICROSTATION COMMUNITY

TRADEMARK

900184122

REEL: 004475 FRAME: 0705

OP \$6190.00 1698820

Registration Number:	1996090	ACCUDRAW
Registration Number:	2666167	ACCUSNAP
Registration Number:	2224699	ACTIVEASSET INQUIRER
Registration Number:	2651348	ATLANTECH SOLUTIONS
Registration Number:	2059131	B BENTLEY
Registration Number:	2166970	B BENTLEY
Registration Number:	2115287	BENTLEY
Registration Number:	2176136	BENTLEY
Registration Number:	2332104	BENTLEY CONTINUUM
Registration Number:	2250786	BENTLEY DIRECTLINK
Registration Number:	2334086	BENTLEY SELECT
Registration Number:	2390411	CIVILPAK
Serial Number:	78314405	DGN
Registration Number:	2619619	DIGITAL PRINT ROOM
Registration Number:	2438167	DYNAMIC ANIMATOR
Registration Number:	2489549	EEM ACCESS
Registration Number:	2131466	ENGINEERING LINKS
Registration Number:	2146163	ENGINEERING THE FUTURE TOGETHER
Serial Number:	75319118	ENTERPRISE NAVIGATOR
Registration Number:	2579165	GEOADDRESS
Registration Number:	2390852	GEOCGM PLUS
Registration Number:	2297801	GEODYNSEG
Registration Number:	2178397	GEOOUTLOOK
Registration Number:	2388587	GEOPARCEL
Registration Number:	2678642	GEOSCRIPTS
Registration Number:	2221231	GEOSOURCE
Registration Number:	2338539	GEOTRANSPORT
Serial Number:	75245024	
Registration Number:	1352720	"THE SCRAMBLE"
Registration Number:	2158547	
Registration Number:	2364889	HOUSE OF ANGELS
Registration Number:	1881192	INRAIL
Registration Number:	2138828	INROADS
Registration Number:	2305358	INTEGRATED WORKPLACE
Registration Number:	2162710	INTELLITRIM

Registration Number:	2570451	INTERFERENCE MANAGER
Registration Number:	1771253	INTERPLOT
Registration Number:	2739580	ISOEXTRACTOR
Registration Number:	2439967	J
Registration Number:	2177750	JSPACE
Registration Number:	2065011	MDL
Registration Number:	2219401	MODELSERVER
Registration Number:	2243199	MODELSERVER CONTINUUM
Registration Number:	2225454	MODELSERVER DISCOVERY
Registration Number:	2304653	MODELSERVER IMAGER
Registration Number:	2299215	
Registration Number:	2174368	MODELSERVER PUBLISHER
Registration Number:	2243202	MODELSERVER TEAMMATE
Registration Number:	2246758	MOLDDESIGN
Serial Number:	75603319	OPEN DGN
Registration Number:	2058387	PLANTSPACE
Registration Number:	2531369	POPSET
Registration Number:	2245780	POWERARCHITECT
Registration Number:	2200885	POWERSCOPE
Registration Number:	2499207	PROJECT REVIEW
Registration Number:	2464253	PROJECTBANK
Registration Number:	2283126	PROJECTWISE
Registration Number:	2069083	QUICKVISION
Registration Number:	2667383	RASTER MANAGER
Registration Number:	2149692	REPROGRAPHICS
Registration Number:	2344153	SCHEDULE SIMULATOR
Registration Number:	2717065	SELECT
Registration Number:	2320000	SELECT CSP
Registration Number:	2123936	SELECT STREAM
Registration Number:	2365932	SELECTCAD
Registration Number:	2591942	SELECTSERVER
Registration Number:	1970919	SMARTLINE
Registration Number:	2281431	SMARTSOLID
Registration Number:	2350843	SMARTSURFACE
Registration Number:	1894900	SPATIALDATA

Registration Number:	2330765	STORMWORKS
Registration Number:	2316277	STREAMPLOT
Registration Number:	2114056	TRIFORMA
Registration Number:	2535994	VIZCENTER
Registration Number:	2174690	WORKPLACE
Serial Number:	76314346	ARENium
Serial Number:	75641402	INFRAsoft
Registration Number:	2691277	
Registration Number:	2574117	MX
Registration Number:	2565612	MXRAIL
Registration Number:	2579199	MXRENEW
Registration Number:	2592022	MXROAD
Registration Number:	2579197	MXSITE
Registration Number:	1503746	AUTOPIPE
Registration Number:	1553549	AUTOPLANT
Serial Number:	76341992	AUTOPLANT STRUCTURAL ADX
Registration Number:	1503745	AUTOSTEEL
Registration Number:	1942678	PLANTLIFE
Registration Number:	2189736	PLANTWORLD
Registration Number:	1950916	R REBIS
Registration Number:	2016228	REBIS
Registration Number:	2726681	APEX
Registration Number:	1702968	CADMAGIC
Serial Number:	76047061	CIVILGEMS
Serial Number:	76372535	CIVILNEXUS
Registration Number:	2530792	CIVILQUIZ
Serial Number:	78341257	CIVILSTORM
Registration Number:	2607275	CLIENTCARE
Serial Number:	76047064	COGOGEMS
Registration Number:	2748745	CORPORATECARE
Registration Number:	1944336	CULVERTMASTER
Registration Number:	2568318	CURRENT METHODS
Registration Number:	1719945	CYBERNET
Registration Number:	2733403	DARWIN
Serial Number:	76481630	DRAINAGEMASTER

Serial Number:	76416427	ENGINEERING WITHOUT BOUNDARIES
Serial Number:	78376092	FIRECAD
Registration Number:	2655082	FLEXTABLES
Serial Number:	76514313	FLEXUNIT PRO
Registration Number:	2675694	FLEXUNITS
Registration Number:	1698860	FLOWMASTER
Serial Number:	76432431	GASGEMS
Serial Number:	76027961	GEM
Serial Number:	76046157	GEMS
Serial Number:	76027962	GES
Serial Number:	78277961	GISCONNECT
Serial Number:	76484180	GISTALK
Registration Number:	2467907	GRAPHICAL HEC-1
Registration Number:	2612383	HAESTAD METHODS
Registration Number:	2628943	HAESTAD METHODS
Registration Number:	2776360	HAESTAD METHODS A+ MODELER AUTHORIZED WATER PROVIDER
Registration Number:	2776361	HAESTAD METHODS CERTIFIED AUTHORIZED WATER PROVIDER
Serial Number:	78098000	HAESTAD METHODS CLIENTCARE
Registration Number:	2776363	HAESTAD METHODS EXPERT MODELER AUTHORIZED WATER PROVIDER
Serial Number:	76529443	HAESTAD METHODS EZPAY
Registration Number:	2776364	HAESTAD METHODS MASTER MODELER AUTHORIZED WATER PROVIDER
Registration Number:	2306147	HAESTAD PRESS
Registration Number:	2674556	HAESTAD PRESS
Serial Number:	75595144	HAESTAD PRESS
Registration Number:	2677450	HAESTAD SEVERITY INDEX
Serial Number:	78272883	HAMMER
Registration Number:	2847967	HECGEMS
Registration Number:	2650131	HMI
Serial Number:	78097993	HMI CLIENTCARE
Registration Number:	2484874	JUMPSTART
Registration Number:	2832210	MERGEFAX
Serial Number:	76046155	MUNICIPALGEMS

Serial Number:	76432430	PETROGEMS
Serial Number:	76432429	PETROLGEMS
Serial Number:	76326409	POND CAD
Registration Number:	2817748	PONDGEMS
Serial Number:	76326405	POND GIS
Registration Number:	2568260	PONDMAKER
Registration Number:	2240149	PONDPACK
Serial Number:	76326726	PONDSAFE
Serial Number:	76326729	PONDSAGE
Serial Number:	76047066	PUMPGEMS
Registration Number:	2772042	PUMPMASTER
Registration Number:	2856034	PUMPMASTER
Serial Number:	76372533	PUMP NEXUS
Serial Number:	78258979	PUMPTALK
Serial Number:	73810872	REAL LIFE
Serial Number:	76270741	RIVER CAD
Serial Number:	76047062	ROADGEMS
Serial Number:	78415847	SCADACONNECT
Serial Number:	76412816	SEWERATLAS
Registration Number:	2306664	SEWERCAD
Serial Number:	74579929	SEWERCAD
Serial Number:	76492796	SEWERCAD
Registration Number:	2817747	SEWERGEMS
Serial Number:	76326406	SEWERS GIS
Serial Number:	76163414	SEWERNET
Serial Number:	76290056	SEWEROBJECTS
Serial Number:	76326403	SEWERSAFE
Serial Number:	76326728	SEWERSAGE
Registration Number:	2696713	SEWERTALK
Serial Number:	76224512	SITEGEMS
Serial Number:	76412343	SKELEBRATION
Registration Number:	2787373	SKELEBRATOR
Serial Number:	74260391	SPELL
Serial Number:	78376101	SPRINKLER CAD
Serial Number:	76412814	STORMATLAS

Registration Number:	1925227	STORMCAD
Serial Number:	76046156	STORMGEMS
Serial Number:	76326402	STORMGIS
Serial Number:	76163100	STORMNET
Serial Number:	76290057	STORMOBJECTS
Serial Number:	76326725	STORMSAFE
Serial Number:	76326408	STORMSAGE
Registration Number:	2744955	STORMTALK
Serial Number:	76072804	STREAMCAD
Serial Number:	76047067	STREAMGEMS
Serial Number:	76047063	SURVEYGEMS
Serial Number:	76290054	TRANSCAD
Serial Number:	76047065	TRANSGEMS
Registration Number:	2856958	UTALK
Serial Number:	76047573	UTILITYGEMS
Serial Number:	76224511	VIEWGEMS
Serial Number:	75243957	VISUAL HEC-1
Serial Number:	75267276	VISUAL HEC-PACK
Serial Number:	76412815	WATERATLAS
Registration Number:	1944337	WATERCAD
Registration Number:	2713988	WATERGEMS
Serial Number:	76326407	WATERGIS
Serial Number:	76179132	WATERNET
Registration Number:	2753907	WATEROBJECTS
Registration Number:	2855760	WATEROBJECTS
Serial Number:	76484595	WATERPROFTALK
Registration Number:	2807111	WATERSAFE
Serial Number:	76326727	WATERSAGE
Registration Number:	2748701	WATERTALK
Registration Number:	2762513	WSS
Serial Number:	76348875	WSSI
Registration Number:	2512030	WWW.HAESTAD.COM METHODS
Registration Number:	2253346	
Registration Number:	2330845	DESIGN POWER
Registration Number:	2125058	RAMSTEEL

Registration Number:	2175482	RAMFRAME
Serial Number:	77256597	DYNAMIC PLOT
Serial Number:	77256599	DYNAMIC PEN
Serial Number:	77161234	BENTLEY
Serial Number:	77044910	BE
Serial Number:	78530718	YOU DESERVE BETTER
Registration Number:	3251178	PONDPACK
Registration Number:	3141185	BE
Registration Number:	3064503	BE
Registration Number:	2579258	AXSYS
Registration Number:	2370492	STAAD
Registration Number:	2399265	STAAD/PRO
Registration Number:	1773461	SUPERLOAD
Serial Number:	77285921	GENERATIVECOMPONENTS
Serial Number:	77281814	PROJECTWISE STARTPOINT
Registration Number:	1992771	LEAP
Registration Number:	2681366	PRESTO
Registration Number:	2683835	GEOMATH
Registration Number:	2683838	LEAP ACADEMY
Registration Number:	2683833	AXSYS
Registration Number:	2752957	RC-PIER
Registration Number:	2747175	CONSPAN
Registration Number:	2750313	CONSPLICE
Registration Number:	2780729	CONBOX
Serial Number:	78189246	GINT
Registration Number:	1591785	ADVOCATE

CORRESPONDENCE DATA

Fax Number: (617)951-8736
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 617-951-8132
Email: linda.salera@bingham.com
Correspondent Name: Linda A. Salera
Address Line 1: 1 Federal Street
Address Line 2: c/o Bingham McCutchen LLP
Address Line 4: Boston, MASSACHUSETTS 02110

NAME OF SUBMITTER:

Linda A. Salera

TRADEMARK

REEL: 004475 FRAME: 0712

Signature:	/Linda A. Salera/
Date:	02/11/2011
<p>Total Attachments: 22</p> <p>source=Bentley Trademark Release#page1.tif source=Bentley Trademark Release#page2.tif source=Bentley Trademark Release#page3.tif source=Bentley Trademark Release#page4.tif source=Bentley Trademark Release#page5.tif source=Bentley Trademark Release#page6.tif source=Bentley Trademark Release#page7.tif source=Bentley Trademark Release#page8.tif source=Bentley Trademark Release#page9.tif source=Bentley Trademark Release#page10.tif source=Bentley Trademark Release#page11.tif source=Bentley Trademark Release#page12.tif source=Bentley Trademark Release#page13.tif source=Bentley Trademark Release#page14.tif source=Bentley Trademark Release#page15.tif source=Bentley Trademark Release#page16.tif source=Bentley Trademark Release#page17.tif source=Bentley Trademark Release#page18.tif source=Bentley Trademark Release#page19.tif source=Bentley Trademark Release#page20.tif source=Bentley Trademark Release#page21.tif source=Bentley Trademark Release#page22.tif</p>	

**TERMINATION AND RELEASE OF
SECURITY INTEREST IN TRADEMARK RIGHTS**

THIS TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARK RIGHTS (this "Termination and Release"), is entered into as of February 11, 2011 by **WELLS FARGO CAPITAL FINANCE, INC.** (f/k/a Wells Fargo Foothill, Inc.) a California corporation with a place of business at One Boston Place, 18th Floor, Boston, Massachusetts 02108, as arranger and administrative agent for the lenders (in such capacities, the "Agent") in connection with that certain Amended and Restated Loan Agreement, dated as of September 28, 2007 (which amended and restated that certain Loan and Security Agreement dated as of December 23, 2003 (as amended, the "Original Loan Agreement") and as amended, restated, supplemented or amended and restated from time to time, including all annexes, exhibits and schedules thereto, the "Loan Agreement") among **BENTLEY SYSTEMS, INCORPORATED** (the "Company"), the other Borrowers from time to time party thereto, the Agent and the other financial institutions from time to time party thereto as Lenders. All capitalized terms used but not defined herein shall have the meanings assigned to them in the Loan Agreement.

WHEREAS, pursuant to the Original Loan Agreement, the Agent, the Company and the other Borrowers party thereto (collectively, the "Assignors" and each individually, an "Assignor") entered into a Trademark Security Agreement, dated as of December 23, 2003 (the "Trademark Agreement"), for the purpose of securing payment and performance of the obligations under the Original Loan Agreement and, subsequently, the Loan Agreement, which Trademark Agreement was recorded with the Trademark Division of the United States Patent and Trademark Office on December 30, 2003 at Reel 002895, Frame 0404;

WHEREAS, pursuant to the Original Loan Agreement, the Assignors entered into a Joinder and Amendment Agreement, dated as of October 29, 2004 (the "Joinder Agreement") for the purpose of securing payment and performance of the obligations under the Original Loan Agreement and, subsequently, the Loan Agreement, which Joinder Agreement was recorded with the Trademark Division of the United States Patent and Trademark Office on November 22, 2004 at Reel 003085, Frame 0714;

WHEREAS, pursuant to the Loan Agreement, the Assignors entered into a Supplemental Trademark Security Agreement, dated as of September 28, 2007 (the "Supplemental Trademark Agreement") for the purpose of securing payment and performance of the obligations under the Loan Agreement, which Supplemental Trademark Agreement was recorded with the Trademark Division of the United States Patent and Trademark Office on October 12, 2007 at Reel 003638, Frame 0693;

WHEREAS, pursuant to the Loan Agreement, the Assignors entered into a Trademark Security Agreement, dated as of September 28, 2007 (the "Second Trademark Agreement" and together with the Trademark Agreement, the "Trademark Agreements"), for the purpose of securing payment and performance of the obligations under the Loan Agreement, which Second Trademark Agreement was recorded with the Trademark Division of the United States Patent and Trademark Office on October 12, 2007 at Reel 003639, Frame 0242;

WHEREAS, pursuant to the Loan Agreement, the Assignors entered into a Supplemental Trademark Security Agreement, dated as of April 7, 2008 (the “Second Supplemental Trademark Agreement”) for the purpose of securing payment and performance of the obligations under the Loan Agreement, which Supplemental Trademark Agreement was recorded with the Trademark Division of the United States Patent and Trademark Office on April 9, 2008 at Reel 003755, Frame 0543;

WHEREAS, pursuant to the Loan Agreement, the Assignors entered into a Supplemental Trademark Security Agreement, dated as of November 24, 2009 (the “Third Supplemental Trademark Agreement” and, together with the Supplemental Trademark Agreement and the Second Supplemental Trademark Agreement, the “Supplemental Trademark Agreements”) for the purpose of securing payment and performance of the obligations under the Loan Agreement, which Third Supplemental Trademark Agreement was recorded with the Trademark Division of the United States Patent and Trademark Office on December 15, 2009 at Reel 004113, Frame 0948; and

WHEREAS, pursuant to the Original Loan Agreement, the Loan Agreement, the Security Agreement, the Trademark Agreements, the Joinder Agreement and the Supplemental Trademark Agreements (the “Security Agreements”), the Company granted, assigned, transferred and conveyed to the Agent, by way of collateral security, all of the Trademarks (as defined in the applicable Security Agreements) as security for the obligations under the Loan Agreement;

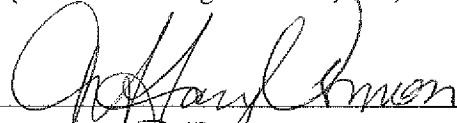
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Agent hereby terminates, releases, and discharges all of Agent’s security interest in the Trademarks listed on Schedule A attached hereto, effective as of the date set forth above.

THIS AGREEMENT SHALL BE GOVERNED BY AND CONSTRUED IN ACCORDANCE WITH THE LAWS OF THE STATE OF NEW YORK WITHOUT GIVING EFFECT TO THE CONFLICT OF LAWS PRINCIPLES THEREOF.

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IN WITNESS WHEREOF, the undersigned has caused this Termination and Release to be duly executed and delivered by its respective officers thereunto duly authorized as of the day and year first above written.

WELLS FARGO CAPITAL FINANCE, INC., as
Agent (f/k/a Wells Fargo Foothill, Inc., as Agent)

By: 
Name: TIFFANY OSMON
Title: DIRECTOR

SCHEDULE A

TRADEMARKS AND TRADEMARK APPLICATIONS

See attached.

Trademark Records By Country 1 Line

Owner	Trademark	Country	Application No.	Registration No	Registration Date	Classes	Status
United States of America							
Bentley Software, Inc.	MICROSTATION	United States of America	74/118352	1698820	Jul 7 1992	9	Registered
Bentley Software, Inc.	MICROSTATION	United States of America	76/225,001	2623891	Sep 24 2002	9,42	Registered
Bentley Software, Inc.	MICROSTATION GEOGRAPHICS	United States of America	75-125876	2141904	Mar 10 1998	9	Registered
Bentley Software, Inc.	MICROSTATION GEOWASTEWATER	United States of America	75-544266	1352720	May 23 2000	9	Registered
Bentley Software, Inc.	MICROSTATION GEOWATER	United States of America	75-543905	2311015	Jan 25 2000	9	Registered
Bentley Software, Inc.	MICROSTATION I/RAS B	United States of America	76/263,865	2624221	Sep 24 2002	9	Registered
Bentley Software, Inc.	MICROSTATION LINK	United States of America	75/257,115	2149215	Apr 7 1998	9	Cancelled
Bentley Software, Inc.	MICROSTATION MASTERPIECE	United States of America	75-312789	2235681	Mar 30 1999	9	Registered
Bentley Software, Inc.	MICROSTATION POWERDRAFT	United States of America	74/580,871	1963854	Mar 26 1996	9	Registered
Bentley Software, Inc.	MICROSTATION SCHEMATICS	United States of America	75/731,289	2472794	Jul 31 2001	9	Registered
Bentley Software, Inc.	MICROSTATION SE	United States of America	75/379,475	2217223	Jan 12 1999	9	Registered
Bentley Software, Inc.	MICROSTATION TELCO	United States of America	75/534,083	2278083	Sep 14 1999	9	Registered
Bentley Software, Inc.	MICROSTATION/J	United States of America	75-379717	2259966	Jul 6 1999	9	Registered
Bentley Software, Inc.	TMC THE MICROSTATION	United States of America	75/073841	2152889	Apr 21 1998	41	Registered

COMMUNITY & America
Design

TM? Administrator - END OF REPORT

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Trademark Records By Country 1 Line

Owner	Trademark	Country	Application No.	Registration No	Registration Date	Classes	Status
United States of America							
Bentley Systems, Incorporated	ACCUDRAW	United States of America	74/580,866	1996090	Aug 20 1996	9	Registered
Bentley Systems, Incorporated	ACCUSNAP	United States of America	76/353,009	2666167	Dec 24 2002	9	Registered
Bentley Systems, Incorporated	ACTIVEASSET INQUIRER	United States of America	75/236,326	2224699	Feb 16 1999	9	Registered
Bentley Systems, Incorporated	ATLANTECH SOLUTIONS	United States of America	76/225,173	2651348	Nov 19 2002	42	Registered
Bentley Systems, Incorporated	B BENTLEY and Design	United States of America	75/091,824	2059131	May 6 1997	9	Registered
Bentley Systems, Incorporated	B BENTLEY and Design	United States of America	75/194/285	2166970	Jun 23 1998	41,42	Registered
Bentley Systems, Incorporated	BENTLEY	United States of America	75/091,455	2,115,287	Nov 25 1997	9	Registered
Bentley Systems, Incorporated	BENTLEY	United States of America	75-194284	2176136	Jul 28 1998	41,42	Registered
Bentley Systems, Incorporated	BENTLEY CONTINUUM	United States of America	75/654,679	2332104	Mar 21 2000	42	Registered
Bentley Systems, Incorporated	BENTLEY DIRECTLINK	United States of America	75/264,318	2250786	Jun 8 1999	42	Registered
Bentley Systems, Incorporated	BENTLEY SELECT	United States of America	75/156,525	2334086	Mar 28 2000	35,42	Registered
Bentley Systems, Incorporated	CIVILPAK	United States of America	75/603,271	2390411	Sep 26 2000	9	Registered
Bentley Systems, Incorporated	DGN	United States of America	78/314,405			9,35,42	Pending
Bentley Systems, Incorporated	DIGITAL PRINT ROOM	United States of	76/067,814	2,619,619	Sep 17 2002	9	Registered

America						
Bentley Systems, Incorporated	DYNAMIC ANIMATOR	United States of America	75/797,325	2438167	Mar 27 2001	9 Registered
Bentley Systems, Incorporated	EEM ACCESS	United States of America	75/692152	2489549	Sep 11 2001	35 Registered
Bentley Systems, Incorporated	ENGINEERING LINKS	United States of America	75/157,993	2131466	Jan 20 1998	9 Registered
Bentley Systems, Incorporated	ENGINEERING THE FUTURE TOGETHER	United States of America	75/239,671	2146163	Mar 24 1998	35,41,42 Registered
Bentley Systems, Incorporated	ENTERPRISE NAVIGATOR	United States of America	75/319,118	2364889	Jul 4 2000	9 Registered
Bentley Systems, Incorporated	GEOADDRESS	United States of America	76616761	2,579,165	Jun 11 2002	9 Registered
Bentley Systems, Incorporated	GEOCGM PLUS	United States of America	75/543,702	2390852	Oct 3 2000	9 Registered
Bentley Systems, Incorporated	GEODYNSEG	United States of America	75/523,238	2297801	Dec 7 1999	9 Registered
Bentley Systems, Incorporated	GEOOUTLOOK	United States of America	75/316,977	2178397	Aug 4 1998	9 Registered
Bentley Systems, Incorporated	GEOPARCEL	United States of America	75/602,910	2388587	Sep 19 2000	9 Registered
Bentley Systems, Incorporated	GEOSCRIPTS	United States of America	76/005,820	2678642	Jan 21 2003	9 Registered
Bentley Systems, Incorporated	GEOSOURCE	United States of America	75/298,390	2221231	Feb 2 1999	42 Registered
Bentley Systems, Incorporated	GEOTRANSPORT	United States of America	75/716,427	2338539	Apr 4 2000	9 Registered
Bentley Systems, Incorporated	Globe Design	United States of America				Registered
Bentley Systems, Incorporated	ICONS and Design	United States of America	75/245,024	2158547	May 19 1998	35,41,42 Registered

Bentley Systems, Incorporated	INRAIL	United States of America	74/194,280	1881192	Feb 28 1995	9	Registered
Bentley Systems, Incorporated	INROADS	United States of America	75/244,133	2138828	Feb 24 1998	9	Registered
Bentley Systems, Incorporated	INTEGRATED WORKPLACE	United States of America	75438007	2305358	Jan 4 2000	9	Registered
Bentley Systems, Incorporated	INTELLITRIM	United States of America	75/157,994	2162710	Jun 2 1998	9	Registered
Bentley Systems, Incorporated	INTERFERENCE MANAGER	United States of America	75/319,709	2,570,451	May 14 2002	9	Registered
Bentley Systems, Incorporated	INTERPLOT	United States of America	74/316,144	1771253	May 18 1993	9	Registered
Bentley Systems, Incorporated	ISOEXTRACTOR	United States of America	76/263,765	2739580	Jul 22 2003	9	Registered
Bentley Systems, Incorporated	J (Stylized)	United States of America	75/655,619	2439967	Apr 3 2001	9	Registered
Bentley Systems, Incorporated	JSPACE	United States of America	75/041,489	2177750	Aug 4 1998	9	Registered
Bentley Systems, Incorporated	MDL	United States of America	75/111,833	2065011	May 27 1997	9	Registered
Bentley Systems, Incorporated	MODELSERVER	United States of America	75/179,020	2219401	Jan 19 1999	9	Registered
Bentley Systems, Incorporated	MODELSERVER CONTINUUM	United States of America	75/198,117	2243199	May 4 1999	9	Registered
Bentley Systems, Incorporated	MODELSERVER DISCOVERY	United States of America	75/376,820	2225454	Feb 23 1999	9	Registered
Bentley Systems, Incorporated	MODELSERVER IMAGER	United States of America	75379486	2304653	Dec 28 1999	9	Registered
Bentley Systems, Incorporated	MODELSERVER LOGO	United States of America	75/325,242	2299215	Dec 14 1999	9	Registered
Bentley Systems, Incorporated	MODELSERVER PUBLISHER	United States of America	75/198118	2174368	Jul 21 1998	9	Registered

Bentley Systems, Incorporated	MODELSERVER TEAMMATE	United States of America	75/199,004	2243202	May 4 1999	9	Registered
Bentley Systems, Incorporated	MOLDDSIGN	United States of America	75/157,991	2246758	May 18 1999	9	Registered
Bentley Systems, Incorporated	OPEN DGN	United States of America	75/603,319			9,35,42	Pending
Bentley Systems, Incorporated	PLANTSPACE	United States of America	75/026,167	2,058,387	Apr 29 1997	9	Registered
Bentley Systems, Incorporated	POPSET	United States of America	75/931,503	2531369	Jan 22 2002	,9	Registered
Bentley Systems, Incorporated	POWERARCHITECT	United States of America	75/422,799	2245780	May 18 1999	9	Registered
Bentley Systems, Incorporated	POWERSCOPE	United States of America	75/135644	2200885	Nov 3 1998	9	Registered
Bentley Systems, Incorporated	PROJECT REVIEW	United States of America	75808746	2499207	Oct 16 2001	9	Registered
Bentley Systems, Incorporated	PROJECTBANK	United States of America	75574922	2464253	Jun 26 2001	9	Registered
Bentley Systems, Incorporated	PROJECTWISE	United States of America	75/523,772	2283126	Oct 5 1999	9,42	Registered
Bentley Systems, Incorporated	QUICKVISION	United States of America	75/073,837	2069083	Jun 10 1997	9	Registered
Bentley Systems, Incorporated	RASTER MANAGER	United States of America	76/189,274	2667383	Dec 24 2002	9	Registered
Bentley Systems, Incorporated	REPROGRAPHICS	United States of America	75/073,838	2149692	Apr 7 1998	9	Registered
Bentley Systems, Incorporated	SCHEDULE SIMULATOR	United States of America	75/319121	2344153	Apr 18 2000	9	Registered
Bentley Systems, Incorporated	SELECT	United States of America	76/273,535	2717065	May 20 2003	35,42	Registered

Bentley Systems, United

Incorporated	SELECT CSP	States of America	75/213,670	2320000	Feb 22 2000	42	Registered
Bentley Systems, Incorporated	SELECT STREAM	United States of America	75/238,985	2123936	Dec 23 1997	42	Registered
Bentley Systems, Incorporated	SELECTCAD	United States of America	75/610,697	2365932	Jul 11 2000	9	Registered
Bentley Systems, Incorporated	SELECTSERVER	United States of America	75551598	2591942	Jul 9 2002	9	Registered
Bentley Systems, Incorporated	SMARTLINE	United States of America	74/580,868	1970919	Apr 30 1996	9	Registered
Bentley Systems, Incorporated	SMARTSOLID	United States of America	75/530,701	2281431	Sep 28 1999	9	Registered
Bentley Systems, Incorporated	SMARTSURFACE	United States of America	75523237	2350843	May 16 2000	9	Registered
Bentley Systems, Incorporated	SPATIALDATA	United States of America	74-501878	1894900	May 23 1995	9	Registered
Bentley Systems, Incorporated	STORMWORKS	United States of America	75/428,832	2330765	Mar 21 2000	9	Registered
Bentley Systems, Incorporated	STREAMPLOT	United States of America	75/603,262	2316277	Feb 8 2000	9	Registered
Bentley Systems, Incorporated	TRIFORMA	United States of America	75/194,283	2114056	Nov 18 1997	9	Registered
Bentley Systems, Incorporated	VIZCENTER	United States of America	76/126,848	2535994	Feb 5 2002	42	Registered
Bentley Systems, Incorporated	WORKPLACE	United States of America	75/278284	2174690	Jul 21 1998	9	Registered

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Trademark Records By Country 1 Line

Owner	Trademark	Country	Application No.	Registration No	Registration Date	Classes	Status
United States of America							
Infrasoft Corporation	ARENium	United States of America	76314346			9,16	Pending
Infrasoft Limited	INFRAsoft	United States of America	75/641,402			9,16,41,42	Pending
Infrasoft Limited	INTEROPERABLE DATABASE Logo	United States of America	75641427	2691277	Feb 25 2003	9	Registered
Infrasoft Limited	MX Device	United States of America	75/641,626	2574117	May 28 2002	9	Registered
Infrasoft Limited	MXRAIL	United States of America	75/641,403	2565612	Apr 30 2002	9	Registered
Infrasoft Limited	MXRENEW	United States of America	75/641,627	2579199	Jun 11 2002	9	Registered
Infrasoft Limited	MXROAD	United States of America	75/641,425	2592022	Jul 9 2002	9	Registered
Infrasoft Limited	MXSITE	United States of America	75/641,426	2579197	Jun 11 2002	9	Registered

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Trademark Records By Country 1 Line

Owner	Trademark	Country	Application No.	Registration No	Registration Date	Classes	Status
United States of America							
Rebis	AUTOPIPE	United States of America	73/708,904	1503746	Sep 13 1988	9	Registered
Rebis	AUTOPLANT	United States of America	73/747,687	1553549	Aug 29 1989	9	Registered
Rebis	AUTOPLANT STRUCTURAL ADX	United States of America	76/341,992			9	Pending
Rebis	AUTOSTEEL	United States of America	73/708,903	1503745	Sep 13 1988	9	Registered
Rebis	PLANTLIFE	United States of America	74/617,640	1942678	Dec 19 1995	9	Registered
Rebis	PLANTWORLD	United States of America	75/121,061	2189736	Sep 15 1998	9	Registered
Rebis	R REBIS and Design	United States of America	74/617644	1950916	Jan 23 1996	9	Registered
Rebis	REBIS	United States of America	74/594,841	2016228	Nov 12 1996	9	Registered
California							
Rebis	AUTOPIPE	California		76302	Mar 18 1985	38	Registered

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TRADEMARK REGISTRATION

Serial Number	Registration Number	Mark Name	Live/Dead	Status	Registration Date	Estimated Expiration	Renewed Date	Owned By	Jurisdiction
76374641	2726681	APEX	LIVE	registered	6/17/2003	6/17/2013		HMI	US Federal
74185999	1702968	CADMAGIC	LIVE	registered	7/28/1992	7/28/2002	7/1/2002	HMI	US Federal
76047061		CIVILGEMS	DEAD	abandoned				HMI	US Federal
76372535		CIVILNEXUS	DEAD	abandoned				HMI	US Federal
76136104	2530792	CIVILQUIZ	LIVE	registered	1/15/2002	1/16/2012		HMI	US Federal
78341257		CIVILSTORM	LIVE	pending				HMI	US Federal
76264206	2607275	CLIENTCARE	LIVE	registered	8/13/2002	8/13/2012		HMI	US Federal
76047064		COGOGEMS	DEAD	abandoned				HMI	US Federal
78082429	2748745	CORPORATECARE	LIVE	registered	8/5/2003	8/5/2013		HMI	US Federal
74639186	1944336	CULVERTMASTER	LIVE	registered	12/26/1995	12/26/2005		HMI	US Federal
76088451	2568318	CURRENT METHODS	LIVE	registered	5/7/2002	5/7/2012		HMI	US Federal
74174999	1719945	CYBERNET	LIVE	registered	9/29/1992	9/29/2002	7/1/2002	HMI	US Federal
78081644	2733403	DARWIN	LIVE	registered	7/1/2003	7/1/2013		HMI	US Federal
76481630		DRAINAGEMASTER	LIVE	abandoned				HMI	US Federal
76416427		ENGINEERING WITHOUT BOUNDARIES	LIVE	abandoned				HMI	US Federal
78376092		FIRECAD	LIVE	pending				HMI	US Federal
78071313	2655082	FLEXTABLES	LIVE	registered	11/26/2002	11/26/2012		HMI	US Federal
76514313		FLEXUNIT PRO	LIVE	pending				HMI	US Federal
78071308	2675694	FLEXUNITS	LIVE	registered	1/14/2003	1/14/2013		HMI	US Federal
74163485	1698860	FLOWMASTER	LIVE	registered	7/7/1992	7/7/2002	7/1/2002	HMI	US Federal
76432431		GASGEMS	DEAD	abandoned				HMI	US Federal
76027961		GEM	LIVE	abandoned				HMI	US Federal
76046157		GEMS	LIVE	abandoned				HMI	US Federal
76027962		GES	LIVE	abandoned				HMI	US Federal
78277961		GISCONNECT	LIVE	pending				HMI	US Federal
76484180		GISTALK	LIVE	pending				HMI	US Federal
76067420	2467907	GRAPHICAL HEC-1	LIVE	registered	7/10/2001	7/11/2011		HMI	US Federal
76279548	2612383	HAESTAD METHODS	LIVE	registered	9/27/2002	9/27/2012		HMI	US Federal
76046010	2628943	HAESTAD METHODS	LIVE	registered	10/1/2002	10/1/2012		HMI	US Federal
76294961	2776360	HAESTAD METHODS A+ MODELER AUTHORIZED WATER PROVIDER AND DESIGN	LIVE	registered	10/21/2003			HMI	US Federal

Serial Number	Registration Number	Mark Name	Live/Dead	Status	Registration Date	Estimated Expiration	Renewed Date	Owned By	Jurisdiction
76294982	2776361	HAESTAD METHODS CERTIFIED AUTHORIZED WATER PROVIDER AND DESIGN	LIVE	registered	10/21/2003			HMI	US Federal
78098000		HAESTAD METHODS CLIENTCARE	DEAD	dead				HMI	US Federal
76295126	2776363	HAESTAD METHODS EXPERT MODELER AUTHORIZED WATER PROVIDER AND DESIGN	LIVE	registered	10/21/2003			HMI	US Federal
76529443		HAESTAD METHODS EZPAY	LIVE	pending				HMI	US Federal
76295127	2776364	HAESTAD METHODS MASTER MODELER AUTHORIZED WATER PROVIDER AND DESIGN	LIVE	registered	10/21/2003			HMI	US Federal
75599137	2306147	HAESTAD PRESS and Design	LIVE	registered	1/4/2000	1/4/2010		HMI	US Federal
76348996	2674556	HAESTAD PRESS	LIVE	registered	1/4/2003	1/4/2013		HMI	US Federal
75595144		HAESTAD PRESS and Design	DEAD	dead				HMI	US Federal
76373816	2677450	HAESTAD SEVERITY INDEX	LIVE	registered	1/21/2003	1/21/2013		HMI	US Federal
78272883		HAMMER	LIVE	pending				HMI	US Federal
76219738	2847987	HECGEMS	LIVE	registered	6/1/2004	6/1/2014		HMI	US Federal
76046009	2650131	HMI	LIVE	registered	11/12/2002	11/12/2012		HMI	US Federal
78097993		HMI CLIENTCARE	DEAD	abandoned				HMI	US Federal
76056337	2484874	JUMPSTART	LIVE	registered	9/4/2001	9/5/2011		HMI	US Federal
75632497	2832210	MERGEFAX	LIVE	registered	4/13/2004	4/13/2014		HMI	US Federal
76046155		MUNICIPALGEMS	LIVE	abandoned				HMI	US Federal
78432430		PETROGEMS	LIVE	registered	4/6/2004	4/6/2014		HMI	US Federal
76432429		PETROGEMS	LIVE	abandoned				HMI	US Federal
76326409		POND CAD	LIVE	abandoned				HMI	US Federal
76046180	2817748	PONDGEMS	LIVE	registered	2/24/2004	2/24/2014		HMI	US Federal
76326405		PONDGIS	LIVE	abandoned				HMI	US Federal
76046158	2568260	PONDMAKER	LIVE	registered	5/7/2002	5/7/2012		HMI	US Federal
75243956	2240149	PONDPACK	LIVE	registered	4/20/1989	4/20/2009		HMI	US Federal
76326728		PONDSAFE	LIVE	abandoned				HMI	US Federal
76326729		PONDSAGE	LIVE	abandoned				HMI	US Federal
76047086		PUMPGEMS	LIVE	pending				HMI	US Federal
76056338	2772042	PUMPMASTER	LIVE	registered	10/7/2003	10/7/2013		HMI	US Federal
78268577	2856034	PUMPMASTER and Design	LIVE	registered	6/22/2004	6/22/2014		HMI	US Federal
76372533		PUMP NEXUS	LIVE	abandoned				HMI	US Federal
78258979		PUMPTALK	LIVE	pending				HMI	US Federal
73810872		REAL LIFE	DEAD	dead				HMI	US Federal


Serial Number	Registration Number	Mark Name	Live/Dead	Status	Registration Date	Estimated Expiration	Renewed Date	Owned By	Jurisdiction
76270741		RIVERCAD	DEAD	dead				HMI	US Federal
76047062		ROADGEMS	DEAD	abandoned				HMI	US Federal
78415847		SCADACONNECT	LIVE	pending				HMI	US Federal
78412816		SEWERATLAS	LIVE	abandoned				HMI	US Federal
75059977	2308664	SEWERCAD	LIVE	registered	14/2000	1/4/2010		HMI	US Federal
74579929		SEWERCAD	DEAD	dead				HMI	US Federal
76492796		SEWERCAD	LIVE	pending				HMI	US Federal
76046159	2817747	SEWERGEMS	LIVE	registered				HMI	US Federal
76326406		SEWERGIS	LIVE	abandoned	2/24/2004	2/24/2014		HMI	US Federal
76163414		SEWERNET	LIVE	suspended				HMI	US Federal
76290056		SEWEROBJECTS	LIVE	abandoned				HMI	US Federal
76326403		SEWERSAFE	LIVE	abandoned				HMI	US Federal
76326728		SEWERSAGE	LIVE	abandoned				HMI	US Federal
78069315	2696713	SEWERTALK	LIVE	registered	3/11/2003	3/11/2013		HMI	US Federal
76224512		SITEGEMS	DEAD	abandoned				HMI	US Federal
76412343		SKELEBRATION	LIVE	abandoned				HMI	US Federal
76411274	2787373	SKELEBRATOR	LIVE	registered	11/25/2003			HMI	US Federal
74260391		SPELL and Design	DEAD	dead				HMI	US Federal
78376101		SPRINKLERCAD	LIVE	pending				HMI	US Federal
76412814		STORMATLAS	LIVE	abandoned				HMI	US Federal
74579928	1925227	STORMCAD	LIVE	registered	10/10/1995	10/10/2005		HMI	US Federal
76046156		STORMGEMS	LIVE	registered	2/24/2004	2/24/2014		HMI	US Federal
76326402		STORMGIS	LIVE	pending				HMI	US Federal
76163100		STORMNET	LIVE	abandoned				HMI	US Federal
76290057		STORMOBJECTS	LIVE	abandoned				HMI	US Federal
76326725		STORMSAFE	LIVE	abandoned				HMI	US Federal
76326408		STORMSAGE	LIVE	abandoned				HMI	US Federal
78069319	2744955	STORMTALK	LIVE	registered	7/29/2003	7/29/2013		HMI	US Federal
76072804		STREAMCAD	LIVE	abandoned				HMI	US Federal
76047067		STREAMGEMS	DEAD	abandoned				HMI	US Federal
76047063		SURVEYGEMS	DEAD	abandoned				HMI	US Federal
76290054		TRANSCAD	DEAD	dead				HMI	US Federal
76047065		TRANSGEMS	DEAD	abandoned				HMI	US Federal
78215289	2856958	UTALK	LIVE	registered	6/22/2004	6/22/2014		HMI	US Federal
76047573		UTILITYGEMS	DEAD	abandoned				HMI	US Federal
76224511		VIEWGEMS	LIVE	abandoned				HMI	US Federal
75243957		VISUAL HEC-1	DEAD	dead				HMI	US Federal

Serial Number	Registration Number	Mark Name	Live/Dead	Status	Registration Date	Estimated Expiration	Renewed Date	Owned By	Jurisdiction
75267276		VISUAL HEC-PACK	DEAD	dead				HMI	US Federal
76412815		WATERATLAS	LIVE	abandoned				HMI	US Federal
74639187	1944337	WATERCAD	LIVE	registered	12/26/1995	12/26/2005		HMI	US Federal
76046154	2713988	WATERGEMS	LIVE	registered	5/6/2003	5/6/2013		HMI	US Federal
76326407		WATERGIS	LIVE	abandoned				HMI	US Federal
76179132		WATERNET (stylized)	DEAD	dead				HMI	US Federal
76290055	2753907	WATEROBJECTS	LIVE	registered	8/19/2003	8/19/2013		HMI	US Federal
76529187	2855760	WATEROBJECTS	LIVE	registered	6/22/2004	6/22/2014		HMI	US Federal
76484595		WATERPROFTALK	LIVE	abandoned				HMI	US Federal
76326404	2807111	WATERSAFE	LIVE	registered	1/20/2004			HMI	US Federal
76326727		WATERSAGE	LIVE	abandoned				HMI	US Federal
78069317	2748701	WATER TALK	LIVE	registered	8/5/2003	8/5/2013		HMI	US Federal
76332831	2762513	WSS (stylized)	LIVE	registered	9/9/2003	9/9/2013		HMI	US Federal
76348875		WSSI	LIVE	abandoned				HMI	US Federal
76046008	2512030	WWW.HAESTAD.COM METHODS	LIVE	registered	11/27/2001	11/28/2011		HMI	US Federal

Rev. 7/14/04

SCHEDULE I
to
TRADEMARK SECURITY AGREEMENT

Trademark Registrations/Applications

Grantor	Country	Mark	Application/ Registration No.	App/Reg Date
Design Power Inc.	United States of America		75-458219 / 2253346	03/27/98 / 06/15/99
Design Power Inc.	United States of America	DESIGN POWER	75-458478 / 2330845	03/27/98 / 03/21/00
RAM International, LLC	United States of America	RAMSTEEL	75-138547 / 2125058	06/23/96 / 12/30/97
RAM International, LLC	United States of America	RAMFRAME	75-138689 / 2175482	07/23/96 / 07/21/98

Trade Names

Common Law Trademarks

Trademarks Not Currently In Use

Trademark Licenses

SCHEDULE I
to
TRADEMARK SECURITY AGREEMENT

Trademark Registrations/Applications

Grantor	Country	Mark	Application/ Registration No.	App/Reg Date
Bentley Systems, Incorporated	United States of America	DYNAMIC PLOT	77-256597	08/20/07
Bentley Systems, Incorporated	United States of America	DYNAMIC PEN	77-256599	08/16/07
Bentley Systems, Incorporated	United States of America	BENTLEY	77-161234	04/19/07
Bentley Systems, Incorporated	United States of America	BE	77-044910	11/15/05
Bentley Systems, Incorporated	United States of America	YOU DESERVE BETTER	78-530718 / [Notice of Issuance Allowed]	12/10/04 / [Notice of Issuance Allowed]
Bentley Systems, Incorporated	United States of America	PONDPACK	78-852373 / 3251178	04/03/06 / 06/12/07
Bentley Systems, Incorporated	United States of America	BE	78-464349 / 3141185	08/09/04 / 09/12/06
Bentley Systems, Incorporated	United States of America	BE	78-462542 / 3064503	08/05/04 / 02/28/06
Bentley Systems, Incorporated	United States of America	SEWERTALK	78-069315 / 2696713	06/15/01 / 03/11/03
Bentley Systems, Incorporated	United States of America	AXSYS	75-691350 / 2579258	04/26/99 / 06/11/02
Bentley Systems, Incorporated	United States of America	STAAD	75-654929 / 2370492	03/03/99 / 06/25/00
Bentley Systems, Incorporated	United States of America	STAAD/PRO	75-654930 / 2399265	03/03/99 / 10/31/00
Bentley Systems, Incorporated	United States of America	SUPERLOAD	74-194057 / 1773461	08/12/91 / 05/23/93 (renewed 05/25/03)

Bentley Systems, Incorporated	United States of America	ADVOCATE	73-794752 / 1591785	04/21/89 / 04/17/90 (renewed 04/17/00)
Bentley Systems, Incorporated	United States of America	GENERATIVECOMPO NENTS	77-285921	09/21/07
Bentley Systems, Incorporated	United States of America	PROJECTWISE STARTPOINT	77-281814	09/18/07

SCHEDULE I
to
TRADEMARK SECURITY AGREEMENT

Trademark Registrations/Applications

Grantor	Country	Mark	Application/ Registration No.	App/Reg Date
Bentley Systems, Incorporated	United States of America	LEAP	74651660/1992771	08/13/1996
Bentley Systems, Incorporated	United States of America	PRESTO	78120107/2681366	01/28/2003
Bentley Systems, Incorporated	United States of America	LEAP ACADEMY	78120137/2683838	02/04/2003
Bentley Systems, Incorporated	United States of America	GEOMATH	78120119/2683835	02/04/2003
Bentley Systems, Incorporated	United States of America	AXSYS	78120098/2683833	02/04/2003
Bentley Systems, Incorporated	United States of America	RC-PIER	78120122/2752957	08/19/2003
Bentley Systems, Incorporated	United States of America	CONSPAN	78120128/2747175	08/05/2003
Bentley Systems, Incorporated	United States of America	CONSPLICE	78120114/2750313	08/12/2003
Bentley Systems, Incorporated	United States of America	CONBOX	78120134/2780729	11/04/2003

SCHEDULE I
TO
TRADEMARK SECURITY AGREEMENT

Trademark Registrations/Applications

Grantor	Country	Mark	Application/ Registration No.	App/Reg Date
gINT Software, Incorporated	United States of America	gINT	78/189246	January 18, 2005