

Form PTO-1595 (Rev. 09/04)
OMB No. 0651-0027 (exp. 6/30/2005)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET PATENTS ONLY

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

ImpactXoft

Execution Date(s): May 13, 2005

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: Dassault Systemes Corp.

Internal Address: _____

Street Address: _____

c/o Dassault Systemes SA
9 quai Marcel Dassault

City: Suresnes

State: _____

Country: France Zip: 92150

Additional name(s) & address(es) attached: Yes No

3. Nature of Conveyance:

Assignment

Merger

Security Agreement

Change of Name

Government Interest Assignment

Executive Order 9424, Confirmatory License

Other _____

4. Application or patent number(s):

This document is being filed together with a new application.

A. Patent Application No.(s)

10/071540
10/071466
10/071472

B. Patent No.(s)

6,868,297

Additional numbers attached? Yes No

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

Name: Charles Larsen
ROPES & GRAY LLP

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Email Address: charles.larsen@ropesgray.com

6. Total number of applications and patents involved:

4

7. Total fee (37 CFR 1.21(h) & 3.41) \$ 160.00

Authorized to be charged by credit card

Authorized to be charged to deposit account

Enclosed

None required (government interest not affecting title)

8. Payment Information

a. Credit Card Last 4 Numbers _____

Expiration Date _____

b. Deposit Account Number 18-1945

Authorized User Name Charles Larsen

9. Signature:

Charles Larsen
Signature

Date

Charles Larsen - 48,533

Name of Person Signing

Total number of pages including cover sheet, attachments, and documents: 7

I hereby certify that this correspondence is being facsimile transmitted to the Patent and Trademark Office, facsimile number 703-300-5996, on the date shown below.

Dated: 5/13/05

Signature: Joanne Ryan (Joanne Ryan)

CH \$160.00 181945 10071540

RECORDATION FORM COVER SHEET
(continued)

Form PTO-1595

Additional Conveying Party(ies)/Execution Date(s) (1. Continued):

Additional Assignees (2. Continued):

Assignee Name: Dassault Systemes SA

Internal Address: _____

Street Address: 9 quai Marcel Dassault

City: Suresnes State: _____ Country: France Zip: 92150

Assignee Name: _____

Internal Address: _____

Street Address: _____

City: _____ State: _____ Country: _____ Zip: _____

Assignee Name: _____

Internal Address: _____

Street Address: _____

City: _____ State: _____ Country: _____ Zip: _____

Additional Applications and/or Patents (4. Continued):

Additional Patent Application Numbers
4A. Continued:

Additional Patent Numbers
4B. Continued:

Additional numbers attached?

Yes

No

MEMORANDUM OF PATENT SECURITY INTEREST

This Memorandum is dated as of May 4, 2005 between **ImpactXoft**, a California corporation (the "Patent Owner"), having a place of business at 22A Great Oaks Blvd., San Jose, CA, 95119, and **Dassault Systemes Corp.**, a Delaware corporation, and **Dassault Systemes**, a French corporation (together, the "Secured Parties").

Pursuant to the Security Agreement dated as of May 4, 2005, as amended and from time to time in effect (the "Security Agreement"), among the Patent Owner and the Secured Parties, the Patent Owner has granted to the Secured Parties a security interest in certain patents and applications listed on Schedule 1, incorporated herein and made a part hereof, together with the registrations thereof and other applications filed with respect to the inventions covered thereby, or as a continuation, continuation-in-part, or division, or foreign counterpart of any application mentioned above, or for reissue of any patent mentioned above or granted on an application mentioned above, and any patent issuing in any country on any patent application mentioned above (collectively, the "Patent Collateral").

The Patent Owner is the exclusive owner of all rights in the Patent Collateral, including all right, title and interest in and to any cause of action that has previously arisen or that may arise with respect to unconsented use or infringement of the inventions embodied in the patents and patent applications mentioned above. The Patent Owner has the capacity to grant to the Secured Parties the security interests granted under the Guarantee and Security Agreement.

This Memorandum may be executed by one or more parties hereto in any number of separate counterparts and all of said counterparts taken together shall be deemed to constitute one and the same instrument. Delivery of an executed counterpart of a signature page of this Memorandum by facsimile transmission shall be effective as delivery of a manually executed counterpart of this Memorandum.

[Remainder of Page Intentionally Left Blank]

The Patent Owner and the Secured Parties have executed this Memorandum of Patent Security Interest effective as of the date first above written.

Patent Owner:

Secured Parties:

IMPACTXOFT

DASSAULT SYSTÈMES CORP.

By 
Name: Martin G Welch
Title: Executive Vice President & COO

By _____
Name:
Title:

Notary Seal:

DASSAULT SYSTÈMES

By _____
Name:
Title:

The Patent Owner and the Secured Parties have executed this Memorandum of Patent Security Interest effective as of the date first above written.


Patent Owner:

IMPACTXOFT

Secured Parties:

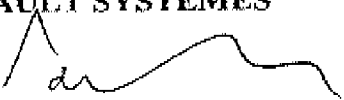
DASSAULT SYSTÈMES CORP.

By _____
Name:
Title:

By 
Name: *Thibault de Tessant*
Title:

Notary Seal:

DASSAULT SYSTÈMES

By 
Name: *T. de Tessant*
Title:

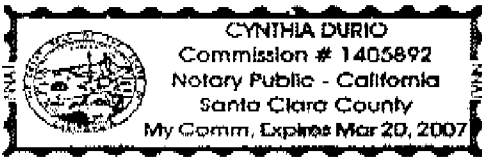
CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California }
County of Santa Clara } ss.

On May 13, 2005 before me, Cynthia Durio, Notary Public
personally appeared Martin G. Welch

personally known to me
 proved to me on the basis of satisfactory evidence

to be the person whose name subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity and that by his/her/their signature of the instrument the person or the entity upon behalf of which the person acted, executed the instrument.



WITNESS my hand and official seal.

Cynthia Durio
Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Memorandum of Patent Security Interest

Document Date: 5/14/05 Number of Pages: 3

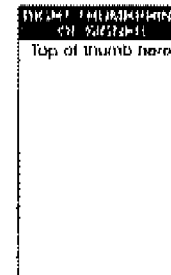
Signer(s) Other Than Named Above: Resault Systems Corp

Capacity(ies) Claimed by Signer

Signer's Name: Rx, vice President & COO

- Individual
- Corporate Officer — Title(s): _____
- Partner — Limited General
- Attorney-in-Fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer is Representing: _____



Schedule 1

Patents:

PAT#	ASSIGNEE NAME	TITLE	Issue Date
US 6868297	IMPACTXOFT	Method and system for designing objects using functional modeling	March 15, 2005

Patent Applications:

APPL#	PAT#	PUB#	TITLE
US 10/071540	6868297	NONE	Method and System for Designing Objects Using Functional Modeling (FM)
US 10/071466	NONE	NONE	Method and System for Designing Objects Using Functional Object Representations (FOR)
US 10/071472	NONE	NONE	Method and System for Designing Objects Using Design Intent Merge (DIM)