PATENT ASSIGNMENT

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY AGREEMENT

CONVEYING PARTY DATA

Name	Execution Date
Multigen-Paradigm, Inc.	12/30/2005

RECEIVING PARTY DATA

Name:	Computer Associates International, Inc.
Street Address:	One Computer Associates Plaza
City:	Islandia
State/Country:	NEW YORK
Postal Code:	11749

PROPERTY NUMBERS Total: 17

Property Type	Number
Application Number:	09912688
Patent Number:	6924814
Patent Number:	6456288
Application Number:	10195990
Application Number:	10873716
Application Number:	10386732
Application Number:	11074204
Application Number:	10973797
Application Number:	11086522
Application Number:	11122797
Application Number:	11122406
Application Number:	11122551
Application Number:	11122841
Application Number:	11122479
Patent Number:	6108347

09912688

CH $680.00

Patent Number:	5923335
Application Number:	11190701

CORRESPONDENCE DATA

Fax Number:	(703)770-7901

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone:	(703) 770-7516
Email:	susan.trader@pillsburylaw.com
Correspondent Name:	PILLSBURY WINTHROP SHAW PITTMAN LLP
Address Line 1:	1650 Tysons Boulevard
Address Line 2:	P. O. Box 10500
Address Line 4:	McLean, VIRGINIA 22102

ATTORNEY DOCKET NUMBER:	019232-0000026
NAME OF SUBMITTER:	Bradford C. Blaise

Total Attachments: 13
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source=Annex A#page4.tif
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source=Annex A#page12.tif

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME				
MULTIGEN-PARADIGM, INC.				
1b. INDIVIDUAL'S LAST NAME	FIRST NAME		MIDDLE NAME	SUFFIX

1c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY
5465 LEGACY DRIVE	**PLANO**	**TX**	**75024**	

1d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION	1f. JURISDICTION OF ORGANIZATION	1g. ORGANIZATIONAL ID #, if any
		CORPORATION	**CALIFORNIA**	☐ NONE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME				
2b. INDIVIDUAL'S LAST NAME	FIRST NAME		MIDDLE NAME	SUFFIX

2c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY

2d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION	2g. ORGANIZATIONAL ID #, if any
				☐ NONE

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME				
COMPUTER ASSOCIATES INTERNATIONAL, INC.				
3b. INDIVIDUAL'S LAST NAME	FIRST NAME		MIDDLE NAME	SUFFIX

3c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY
ONE COMPUTER ASSOCIATES PLAZA	**ISLANDIA**	**NY**	**11749**	

4. This FINANCING STATEMENT covers the following collateral:

AS SET FORTH IN ANNEX A ATTACHED HERETO WHICH IS INCORPORATED BY REFERENCE.

5. ALTERNATIVE DESIGNATION [if applicable]: ☐ LESSEE/LESSOR ☐ CONSIGNEE/CONSIGNOR ☐ BAILEE/BAILOR ☐ SELLER/BUYER ☐ AG. LIEN ☐ NON-UCC FILING

6. ☐ This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. Attach Addendum [if applicable]   7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [ADDITIONAL FEE] [optional]   ☐ All Debtors ☐ Debtor 1 ☐ Debtor 2

8. OPTIONAL FILER REFERENCE DATA

ANNEX A TO UCC-1 FINANCING STATEMENT

DEBTOR: MULTIGEN-PARADIGM, INC.

SECURED PARTY: COMPUTER ASSOCIATES INTERNATIONAL, INC.

<u>COLLATERAL DESCRIPTION</u>

Capitalized terms used herein without definition shall have the meanings assigned thereto in the Appendix X to this Financing Statement.

"<u>Collateral</u>" means all of the following property now owned or at any time hereafter acquired by the Debtor or in which the Debtor now has or at any time in the future may acquire any right, title or interest:

(i)	all Accounts;
(ii)	all Collateral Accounts;
(iii)	all Chattel Paper;
(iv)	all Commercial Tort Claims;
(v)	all Contracts;
(vi)	all Copyrights;
(vii)	all Copyright Licenses;
(viii)	all Deposit Accounts;
(ix)	all Documents;
(x)	all Domain Names;
(xi)	all Electronic Chattel Paper;
(xii)	all Equipment;
(xiii)	all General Intangibles;
(xiv)	all Instruments;
(xv)	all Inventory;
(xvi)	all Investment Property;
(xvii)	all Letters of Credit and all Letters-of-Credit Rights;
(xviii)	all Other Goods;
(xix)	all Payment Intangibles;
(xx)	all Patents;
(xxi)	all Patent Licenses;
(xxii)	all Securities Accounts;
(xxiii)	all Trademarks;
(xxiv)	all Trademark Licenses;
(xxv)	all books and records pertaining to the Collateral; and
(xxvi)	to the extent not otherwise included, all Proceeds and products of any and all of the foregoing.

SEE ATTACHED APPENDIX X HERETO

APPENDIX X

to

UCC-1 FINANCING STATEMENT

DEFINITIONS

The following terms which are defined in the Uniform Commercial Code in effect in the State of New York on the date hereof ("UCC") are used herein as so defined: accounts, chattel paper, deposit accounts, documents, electronic chattel paper, equipment, farm products, general intangibles, instruments, inventory, investment property, letter of credit, letter-of-credit right, payment intangible, proceeds and securities accounts; and the following terms shall have the following meanings:

"Collateral Account": (i) a deposit account (whether, in any case, time or demand or interest or non-interest bearing) and securities account maintained by the Debtor with a bank or trust company acceptable to the Secured Party, (ii) all cash, securities and other investment property from time to time standing to the credit of such account, and (iii) all interest, principal and other distributions payable on or with respect to, such account or such cash, securities or other investment property.

"Commercial Tort Claim": a commercial tort claim (as defined in the UCC).

"Contracts": (a) the contracts and agreements between the Debtor and one or more other parties, as the same may from time to time be amended, supplemented or otherwise modified, including, without limitation, (i) all rights of the Debtor to receive moneys due and to become due to it thereunder or in connection therewith, (ii) all rights of the Debtor to damages arising out of, or for, breach or default in respect thereof and (iii) all rights of the Debtor to perform and to exercise all remedies thereunder.

"Copyright": (a) any copyright in any original work of authorship fixed in any tangible medium of expression (including, without limitation, any thereof referred to on Schedule I hereto), including, without limitation, all databases, source codes, object codes and manuals, whether published or unpublished, whether now or hereafter existing, and whether in the United States or any other country, and all applications, registrations, renewals, extensions and recordings relating thereto filed in the United States Copyright Office or in any other governmental office or agency in the United States or any other country or political subdivision thereof, in each case in which the Debtor has any right, title or interest, whether as author, assignee, transferee or otherwise, and all other rights which the Debtor presently has or hereafter acquires pursuant to any Copyright License relating to any such copyright, including, without limitation, copyright assignments, and exclusive and nonexclusive licenses, and (b) all right, title and interest of the Debtor in all physical materials embodying any work with respect to which the Debtor owns or holds rights in any Copyright or Copyright License.

"Copyright License": (a) any agreement, written or oral, naming the Debtor as licensor or licensee, granting any right in or to any Copyright or copyright registration in the United States or any foreign country (including, without limitation, any thereof referred to on Schedule I

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hereto) or (b) any and all present and future agreements, including, without limitation, assignments and consents, as any such agreements may from time to time be amended or supplemented, pursuant to which the Debtor now has or hereafter acquires any direct or beneficial interest in any Copyright, or is a grantor of rights to any third party with respect to any copyright, whether as a party to any such agreement or as an assignee of any rights under any such agreement (including, without limitation, any thereof referred to on Schedule I hereto) excluding, however, non-exclusive computer software licenses.

"Domain Names" any domain name now existing or hereafter acquired, including, without limitation, any thereof referred to on Schedule IV hereto.

"Other Goods": all goods other than Inventory and Equipment.

"Patents": (a) all letters patent of the United States or any other country, including patents, design patents and utility models, and all registrations and recordings thereof, including, without limitation, any thereof referred to in Schedule II hereto, (b) all applications for letters patent of the United States or any other country and (c) all reissues, extensions, divisions, continuations and continuations-in-part thereof, and the inventions disclosed or claimed therein, including the right to make, sell and/or use the inventions disclosed or claimed therein; including, without limitation, any thereof referred to in Schedule II hereto.

"Patent License": any agreement, whether written or oral, providing for the grant by or to the Debtor of any right to manufacture, use or sell any invention covered by a Patent, and all rights of the Debtor under such agreement; including, without limitation, any thereof referred to in Schedule II hereto.

"Trademarks": (a) all trademarks, trade names, corporate names, company names, business names, fictitious business names, trade styles, service marks, logos and other source or business identifiers, all prints or labels on which any of the foregoing appear, and all designs and general intangibles of a like nature, and the goodwill associated therewith or symbolized thereby, and all other assets, rights and interests that uniquely embody such goodwill, now existing or hereafter adopted or acquired, all registrations and recordings thereof, and all applications in connection therewith, whether in the United States Patent and Trademark Office or in any similar office or agency of the United States, any state thereof or any other country or any political subdivision thereof, or otherwise, including, without limitation, any thereof referred to in Schedule III hereto, and (b) all extensions or renewals thereof.

"Trademark License": any agreement, written or oral, providing for the grant by or to the Debtor of any right to use any Trademark, including, without limitation, any thereof referred to in Schedule III hereto.

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SCHEDULE I

to

UCC-1 FINANCING STATEMENT

<u>COPYRIGHTS</u>

Title	Status	Number
Multigen-E&S GDF Format Executable License	Registered	TX-5-053-691
Multigen II-to-Multigen II Pro Upgrade for IRIX	Registered	TX-5-053-679
GameGen II Realtime Authoring System	Pending	In-Process #105984017
MG II 3D Hierarchical Realtime Modeler	Registered	TX-5-053-704
GameGen II BSP Maker for IRIX	Registered	TX-5-053-698
GameGen II Texture Plus Option for IRIX	Registered	TX-5-053-685
MG II RoadPro Option for IRIX	Registered	TX-5-053-686
MG Creator Power Options for Windows	Registered	TX-5-053-690
MG Creator for Windows	Registered	TX-5-053-680
MG Creator Terrain Options for Windows	Registered	TX-5-053-703
MG II Pro Modeler and Terrain Builder	Registered	TX-5-053-687
MG II TerrainPro Option for IRIX	Registered	TX-5-053-696
Vega Multi Processor Runtime License for IRIX	Pending	In-Process #105983998
Vega Single Processor Dev. License for IRIX	Pending	In-Process #105984006
Vega Single Process Run Time License for IRIX	Pending	In-Process #105983772
MG CreatorPro for Windows	Registered	TX-5-053-692
MG TerrainPro Option for Windows	Registered	TX-5-053-688
MG RoadPro Option for Windows	Registered	TX-5-053-689
MG Creator NIFF Option for Windows	Pending	In-Process #105983783
Vega Light Lobes Module	Registered	TX-5-053-682
Vega Marine Effects Module	Registered	TX-5-053-706
Vega DIS/HLA Run Time License for IRIX	Registered	TX-5-053-705
Vega SensorVision Runtime License	Registered	TX-5-053-697
Texture Material Mapper Option	Registered	TX-5-053-681
Vega Symbology Option	Registered	TX-5-053-700
MOSART Atmospheric Option	Registered	TX-5-053-701
Vega SensorVision Module	Registered	TX-5-053-702
Vega VCR Module	Registered	TX-5-053-678
Vega Symbology Runtime License	Registered	TX-5-053-683
Vega Navigation & Signal Lighting Module	Registered	TX-5-053-693
Vega Special Effects Module	Registered	TX-5-053-684

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Large Area Database Management Module	Registered	TX-5-053-694
Vegas Special Effects Runtime License	Registered	TX-5-053-699
Vega Multi Processor Dev. License for IRIX	Registered	TX-5-053-695
Flight Format v. 12	Registered	TX-U544275
Multigen	Registered	TX 2158709
AME	Registered	TX U242549

COPYRIGHT LICENSES

NONE

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SCHEDULE II

to

UCC-1 FINANCING STATEMENT

<u>Schedule II</u>

<u>PATENTS</u>

Docket Number	Title	Serial Number	Filing Date	Patent Number	Issue Date
20000090	Determining a Distance for a Point to a Shape	09/912,688	7/25/2001		
20000090 -PCT	Determining a Distance from a Point to a Shape	PCT/US01/ 23432	07/25/2001		
20000091	System and Method for Simulating Clip Texturing	09/652,201	8/31/2000	6,924,814	8/2/2005
20000107	Method and Apparatus for Building a Real Time Graphic Scene Database Having Increaser Resolution and Improved Rendering Speed	09/052,565	3/31/1998	6,456,288	9/24/2002
20000107 -CON	Method and Apparatus for Building a Real Time Graphic Scene Database Having Increaser Resolution and Improved Rendering Speed	10/195,990	7/15/2002		
20000112 -C	System and Method for Determining a Spatial Hierarchy for Polygonal Data by Using Cube-Root Scaling	10/873,716	06/21/2004		
20000112 -PCT	System and Method for Determining a Spatial Hierarchy for Polygonal Data by Using Cube-Root Scaling	PCT/US02/ 09730	03/27/2002	WO02/ 077921	10/03/2002
20000112 -PCT-KR	System and Method for Determining a Spatial Hierarchy for Polygonal Data by Using Cube-Root Scaling	10-2003- 7012550	03/27/2002		
20000112 -PCT-IL	System and Method for Determining a Spatial Hierarchy for Polygonal Data by Using Cube-Root Scaling	158012	03/27/2002		
20000112 -PCT-CN	System and Method for Determining a Spatial Hierarchy for Polygonal Data by Using Cube-Root Scaling	028074688	03/27/2002	028074688	06/11/2004

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20000112 -PCT-CA	System and Method for Determining a Spatial Hierarchy for Polygonal Data by Using Cube-Root Scaling	2441974	03/27/2002		
20000112 -PCT-ZA	System and Method for Determining a Spatial Hierarchy for Polygonal Data by Using Cube-Root Scaling	20037309	03/27/2002		
20000112 -PCT-IN	System and Method for Determining a Spatial Hierarchy for Polygonal Data by Using Cube-Root Scaling	01493DELNP 2003	03/27/2002		
20000112 -PCT-AU	System and Method for Determining a Spatial Hierarchy for Polygonal Data by Using Cube-Root Scaling	2002254435	03/27/2002		
20000112 -PCT-JP	System and Method for Determining a Spatial Hierarchy for Polygonal Data by Using Cube-Root Scaling	2002575887	03/27/2002		
20000112 -PCT-BR	System and Method for Determining a Spatial Hierarchy for Polygonal Data by Using Cube-Root Scaling	PI 02084090	03/27/2002		
20000112 -PCT- EPO	System and Method for Determining a Spatial Hierarchy for Polygonal Data by Using Cube-Root Scaling	02723666.0	03/27/2002		
20000130 -PROV	Methods and Apparatus for Rendering Three-Dimensional Images	60/015,354	04/12/1996		
20000130 -PROV2	Methods and Apparatus for Modeling 3-D Objects	60/015,389	04/12/1996		
20000204	Visual Simulation of a Body of Water	10/386,732	3/12/2003		
20000354 -PROV	System and Method for Dynamically Generating Repeatable Textures	60/573,158	05/21/2004		
20000354	System and Method for Dynamically Generating Images Using Repeatable Textures	11/074,204	3/7/2005		
20000355 -PROV	System and Method for Modeling of Liquid Displacement by a Leading Edge of a Vessel	60/561,434	04/12/2004		
20000355	System and Method for Modeling of Liquid Displacement by Leading Edge of a Vessel	10/973,797	10/26/2004		
20000204 -PCT	Visual Simulation of a Body of Water	PCT/US04/ 07258	3/12/2003		

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20000204 -PCT-AU	Visual Simulation of Dynamic Moving Bodies	20040219190 Australia	03/09/2004	200421919 0	09/23/2004
20000204 -PCT-CA	Visual Simulation of Dynamic Moving Bodies	2515017 Canada	03/09/2004	2515017	09/23/2004
20000204 -PCT-ZA	Visual Simulation of Dynamic Moving Bodies	Currently Unknown	03/09/2004		
20000204 -PCT-CI	Visual Simulation of Dynamic Moving Bodies	2004800064239	03/09/2004		
20000204 -PCT-JP	Visual Simulation of Dynamic Moving Bodies	Currently Unknown	03/09/2004		
20000204 -PCT-BZ	Visual Simulation of Dynamic Moving Bodies	PI 04079435	03/09/2004		
20000204 -PCT-KR	Visual Simulation of Dynamic Moving Bodies	10-2005- 7016827	03/09/2004		
20000204 -PCT-IN	Visual Simulation of Dynamic Moving Bodies	3214DELNP 2005	03/09/2004		
20000204 -PCT-SG	Visual Simulation of Dynamic Moving Bodies	2005049671	03/09/2004		
20000204 -PCT-IL	Visual Simulation of Dynamic Moving Bodies	169973	03/09/2004		
20000364 -PROV	Method and Apparatus for Providing an Open Programming Architecture for Modeling Ocean Waves	60/561,426	04/12/2004		
20000364	Method and System for Modeling Ocean Waves	11/086,522	3/22/2005		
20000373 -PROV	System and Method for Infrared Sensor Simulation	60/591,066	07/26/2004		
20000373 -PCT	A Supervised Neural Network for Encoding Continuous Curves	PCT/US2005/ 026146	07/25/2005		
20000373	A supervised neural network for Encoding Continuous Curves	11/122,797	5/4/2005		
20000397 -PCT	System and Method for Creating a High Resolution Material Image	PCT/US2005/ 026258	07/25/2005		
20000397	System and Method for Creating a Height Resolution Material Image (Related to 20000373)	11/122,406	5/4/2005		
20000396 -PCT	System and Method for Adding Spatial Frequency into an Image	PCT/US2005/ 026573	07/25/2005		
20000396	System and Method for Adding Spatial Frequency into an Image (Related to 20000373)	11/122,551	5/4/2005		
20000398 -PCT	Diurnal Variation of Geo- Specific Terrain Temperatures in Real-Time Infrared Sensor Simulation	PCT/US2005/ 026144	07/25/2005		
20000398	Diurnal Variation of Geo- Specific, Pertexel Terrain Temperatures in Real-Time	11/122,841	5/4/2005		

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	Infrared Simulation (Related to 20000373)				
20000399 -PCT	System and Method for Infrared Sensor Simulation	PCT/US2005/ 026133	07/25/2005		
20000399	System and Method for Infrared Sensor Simulation (Related to 20000373	11/122,479	5/4/2005		
20000204 -CIP	Method and Apparatus for CPU Optimization in the Construction and Rendering of Dynamic Moving Bodies of Water (US ONLY)	TBD			
20000355 -PCT	System and Method for Modeling of Liquid Displacements by a Leading Edge of a Vessel	PCT/US05/ 012137	10/26/2004		
20000364 -PCT	Method and System for Modeling Ocean Waves	PCT/US05/ 02188	3/22/2005		
20000354 -PCT	System and Method for Dynamically Generating Images Using Repeatable Textures	PCT/US05/ 017290	5/17/2005		
20000204 -PCT-EP	Visual Simulation of a Body of Water	04718869.3	3/12/2003		
20000090 -PCT	Determining a Distance from a Point to a Shape	PCT/US01/ 23432	7/25/2001		
20000130	Methods and Apparatus for Rendering Three-Dimensional Images	08/833,845	4/10/1997	6,108,347	1/25/2000
20000130 -PCT-AU	Methods and Apparatus for Rendering Three-Dimensional Images	19970026635 Australia	04/10/1997	2663597	11/17/1997
20000131 -PROV	Model Associated Attributes	60/011,272	02/07/1996		
20000131	Computer Generated Objects Having Magnets and Targets	08,668,066	6/19/1996	5,923,335	7/13/1999
20000130 -PCT	Methods and Apparatus for Rendering Three-Dimensional Images	PCT/US97/ 05967	4/10/1997		
20000180 -CON	Integrated Visualization of Security Information for an Individual	11/190,701	07/26/2005		
20000180 -PCT	Integrated Visualization of Security Information for an Individual	PCT/US03/ 12088	04/17/2003		
20000180 -PCT-IN	Integrated Visualization of Security Information for an Individual	3115DELNP 2004	04/17/2003		
20000180 -PCT-KR	Integrated Visualization of Security Information for an Individual	10-2004- 7016575	04/17/2003		

Annex A.DOC

20000180-PCT-JP	Integrated Visualization of Security Information for an Individual	2003586843	04/17/2003		
20000180-PCT-IS	Integrated Visualization of Security Information for an Individual	164626	04/17/2003		
20000180-PCT-SG	Integrated Visualization of Security Information for an Individual	200405848-3	04/17/2003		
20000180-PCT-EPO	Integrated Visualization of Security Information for an Individual	03747032.5	04/17/2003	1497799	01/19/2005
20000180-PCT-CA	Integrated Visualization of Security Information for an Individual	2482960	04/17/2003		
20000180-PCT-AUS	Integrated Visualization of Security Information for an Individual	2003262402	04/17/2003		
20000180-PCT-CN	Integrated Visualization of Security Information for an Individual	03811164.0	04/17/2003	CN 1653491 A	08/10/2005
20000180-PCT-BZ	Integrated Visualization of Security Information for an Individual	PI 03092615	04/17/2003		
20000180-PCT-ZA	Integrated Visualization of Security Information for an Individual	2004/8061	04/17/2003		
20050070	System and Method for Temporal Anti-Aliasing Bases on Frustum Shifting	TBD			
20050073	System and Method for Generating and Using Persistent Shadow in a Visual Simulation	TBD			
20050087	System and Method for Re-lighting Digital Images	TBD			

PATENT LICENSES

NONE

SCHEDULE III

to

UCC-1 FINANCING STATEMENT

<u>TRADEMARKS</u>

Trademark	Country	Application Number	Registration Number	Next Renewal	Class
Gamegen	UK	2064649	2064649	3/28/2006	9
Gamegen	CTM	33407	33047	4/21/2006	9,16
Multigen	China		1102577	9/13/2007	9
Multigen-Paradigm	US	75602340	2462311	6/19/2011	9
Multigen	UK	2066529	2066529	3/28/2006	9,16
Multigen	CTM	32904	32904	4/1/2006	9,16
Multigen	Japan	H08-084913	4108062	1/30/2008	9
Openflight	US	74548493	1900629	6/20/2005	16
Smartscene	CTM	237842	237842	4/24/2006	9,16
Smartscene	US	75011012	2253897	6/15/2009	9
Openflight	China		1229059	12/6/2008	9
Smartscene	China		1229058	12/6/2008	9

<u>TRADEMARK LICENSES</u>

NONE

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SCHEDULE IV
to

UCC-1 FINANCING STATEMENT

<u>DOMAIN NAMES</u>

multigen.com
multigen-paradigm.com
realtime3d.net
realtime3d.org
openflight.com
openflight.net
openflight.org
3djam.com
paradigmsim.com
holodeck3d.com
sitebuilder3d.com
townbuilder3d.com
vis-sim.org
vis-sim.com

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