



12-16-2002

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) RI U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): <u>12-10-02</u> WESTERN DATA SYSTEMS OF NEVADA, INC</p> <p> <input type="radio"/> Individual(s) <input type="radio"/> Association <input type="radio"/> General Partnership <input type="radio"/> Limited Partnership <input checked="" type="radio"/> Corporation-Nevada <input type="radio"/> Other _____ </p> <p>Additional name(s) of conveying party(ies) attached? <input type="radio"/> Yes <input checked="" type="radio"/> No</p>	<p>2. Name and address of receiving party(ies) Name: <u>Manugistics, Inc.</u> Internal Address: _____ Street Address: <u>9715 Key West Avenue</u> City: <u>Rockville</u> State <u>Maryland</u> Zip <u>20850</u></p> <p> <input type="radio"/> Individual(s) citizenship _____ <input type="radio"/> Association _____ <input type="radio"/> General Partnership _____ <input type="radio"/> Limited Partnership _____ <input checked="" type="radio"/> Corporate-State <u>Delaware</u> <input type="radio"/> Other _____ </p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: ? <input type="radio"/> Yes <input type="radio"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="radio"/> Yes <input checked="" type="radio"/> No</p>
<p>3. Nature of conveyance: <input checked="" type="radio"/> Assignment <input type="radio"/> Merger <input type="radio"/> Security Agreement <input type="radio"/> Change of Name <input type="radio"/> Other _____</p> <p>Execution Date: <u>April 19, 2002</u></p>	

<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s) <u>2,022,334</u></p>
Additional number(s) attached <input type="radio"/> Yes <input checked="" type="radio"/> No	

<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Shelly L. McGee, Esq.</u> Internal Address: <u>Hogan & Hartson L.L.P.</u> Street Address: <u>555 Thirteenth Street, N.W.</u> City: <u>Washington</u> State: <u>DC</u> Zip: <u>20004</u></p>	<p>6. Total number of applications and registrations involved: <u>1</u></p> <p>7. Total fee (37 CFR 3.41)..... \$ <u>40.00</u> <input checked="" type="radio"/> Enclosed <input checked="" type="radio"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>50-1349</u> (Attach duplicate copy of this page if paying by deposit account)</p>
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DO NOT USE THIS SPACE

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.

Shelly L. McGee December 10, 2002
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 1

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

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TRADEMARK REEL: 2633 FRAME: 0645

ASSIGNMENT OF TRADEMARKS

This **ASSIGNMENT OF TRADEMARKS** (the "Assignment") is entered into this 19th day of April 2002 by and between Manugistics, Inc., a Delaware corporation with its principal place of business at 2115 East Jefferson Street, Rockville, Maryland 20852 (the "Assignee"), and Western Data Systems of Nevada, Inc., a Nevada corporation having its principal place of business at 26707 Agoura Road, Calabasas, CA 91302 ("Assignor").

WHEREAS, Assignor owns various trademarks, domain names and trade names, along with certain applications and registrations therefor, which are identified on the Schedule of Trademarks attached hereto (the "Marks");

WHEREAS, Assignee desires to acquire all right, title and interest in and to the Marks, throughout the world, together with the goodwill of the business symbolized by the Marks from Assignor; and

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

1. Assignor hereby assigns to Assignee, and Assignee hereby accepts from Assignor, all right, title, and interest in and to the Marks together with the goodwill of the business symbolized by the Marks, including all trademark applications and registrations and domain name registrations therefor.
2. Assignor further sells, assigns, transfers and sets over to Assignee the right to apply for trademark registrations and domain name registrations and to sue and collect damages and/or profits for both past and present infringements of the Marks.
3. At any time, and from time to time after the date hereof, at Assignee's request, Assignor shall execute and deliver such other instruments of sale, transfer, conveyance, assignment and confirmation and take such other action at Assignee's expense as Assignee may reasonably deem necessary or desirable in order to more effectively transfer, convey and assign to Assignee and to confirm Assignee's title to the Marks and any and all trademark applications and registrations and domain name registrations therefor, and to assist Assignee in exercising all rights with respect thereto.
4. This Assignment shall be binding upon the parties, their successors, heirs, assigns, legal representatives and all others acting by, through, with or under their direction, and all those in privity therewith.
5. Assignee shall record this Assignment of Trademarks with the United States Patent and Trademark Office.

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be executed by their respective duly authorized representatives as of the day and year above written.

ASSIGNOR:
WESTERN DATA SYSTEMS OF NEVADA, INC

By: Anton F. Rodde
Name ANTON F. RODDE
Title: PRES/CEO
Signature _____

ASSIGNEE:
MANUGISTICS, INC.

By: _____
Name _____
Title: _____
Signature _____

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be executed by their respective duly authorized representatives as of the day and year above written.

ASSIGNOR:

WESTERN DATA SYSTEMS OF NEVADA, INC


By: _____

Name _____

Title: _____

ASSIGNEE:

MANUGISTICS, INC

By:  _____

Name: **Raghavan Rajaji**

Title: **Executive Vice President and Chief Financial Officer**

SCHEDULE OF TRADEMARKS

A. United States Trademark Applications and Registrations

Mark	Goods and Services
ADVISIAN App. Ser. No. 78/022,176	Computer e-commerce software to allow users to perform electronic business transactions via a global computer network, namely computer programs that link buyers and sellers to process and manage transactions through e-commerce trading exchanges including modular software programs to support full product lifestyle activities, namely design collaboration, sourcing, buying, selling, and aftermarket support for both indirect and direct materials, and instruction manuals sold as a unit therewith; Providing temporary use of on-line non-downloadable computer software to allow users to perform electronic business transactions via a global computer network, namely computer programs that link buyers and sellers to process and manage transactions through e-commerce trading exchanges including modular software programs to support full product lifestyle activities, namely design collaboration, sourcing, buying, selling, and aftermarket support for both indirect and direct materials, and instruction manuals sold as a unit therewith
ADVISIAN-ADVANTAGE App. Ser. No. 78/022,181	Computer e-commerce software to allow users to perform electronic business transactions via a global computer network, namely computer programs that link buyers and sellers to process and manage transactions through e-commerce trading exchanges including modular software programs to support full product lifestyle activities, namely design collaboration, sourcing, buying, selling, and aftermarket support for both indirect and direct materials, and instruction manuals sold as a unit therewith; Providing temporary use of on-line non-downloadable computer software to allow users to perform electronic business transactions via a global computer network, namely computer programs that link buyers and sellers to process and manage transactions through e-commerce trading exchanges including modular software programs to support full product lifestyle activities, namely design collaboration, sourcing, buying, selling, and aftermarket support for both indirect and direct materials, and instruction manuals sold as a unit therewith
COMPASS-ENTERPRISE App. Ser. No. 74//442,938 Reg. No. 2,022,334	computer programs used to facilitate business management and accounting in the aerospace, defense products, ship, submarine, and weapons systems manufacturing fields, and instructional manuals sold as a unit therewith
WDS & Design App. Ser. No. 74/435,122 Reg. No. 1,894,864	computer programs used to facilitate business management and accounting in the aerospace, defense products, submarine, ship, and weapons systems manufacturing fields, and user manuals sold therewith
COMPASS CONTRACT	computer programs used to facilitate business management and accounting in the aerospace, defense products, ship, submarine, and weapons systems

App. Ser. No. 74/435,121	manufacturing fields, and instructional manuals sold as a unit therewith
Reg. No. 1,851,360	

B. Foreign Trademark Applications and Registrations

COUNTRY	MARK	GOODS AND SERVICES	STATUS
Canada	WDS & Design	computer programs to facilitate contract management and manufacturing in the aerospace, defence products, submarine, ship, and weapons systems manufacturing fields and user manuals, sold together as a unit	Reg. No. TMA446974
United Kingdom	WDS & Design	pre-recorded computer programmes	Reg. No. 1546965
United Kingdom	COMPASS CONTRACT	computer programs for contract management and manufacturing	Reg. No. B1546977
United Kingdom	COMPASS-ENTERPRISE	computer programs for business management and accounting particularly in the aerospace, defence products, ship, submarine, and weapons systems manufacturing fields	Reg. No. 1567273

C. Unregistered/Common Law Trademarks

ADVISIAN (WORD AND LOGO)
COMPASS USER GROUP
BOM WORKBENCH
CAPACITY WORKBENCH
PLANNER WORKBENCH
BUDGETINGWORKBENCH
AGILEPLAN
BUYERS ADVANTAGE
COMPASSDCI
COMPASSWORKBENCH
COMPASSBOM
COMPASSMRO
COMPASSCONNECT
BUYING ADVANTAGE
SELLING ADVANTAGE
COLLABORATIVE ADVANTAGE

D. Domain Name Registrations

AEROSPACE-TOC.COM
ADVISIAN.COM
WESTDATA.COM
CONSTRAINTSMANAGEMENT.COM
SHIPBUILDING-TOC.NET
SHIPBUILDING-TOC.COM
MYPARTNOW.COM
MYPARTSNOW.COM
CONSTRAINTSMANAGEMENT.NET
AEROSPACE-TOC.NET
PARTAVENUE.COM

E. Trade Names

Western Data Systems
Western Data Systems of Nevada, Inc.
WDS
Advisian
Advisian Corporation