

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Termination and Release of Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
The Bank of New York Mellon, As Collateral Agent	FORMERLY The Bank of New York, As Collateral Agent	01/29/2010	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	QuadraMed Corporation
Street Address:	12110 Sunset Hills Road
City:	Reston
State/Country:	VIRGINIA
Postal Code:	20190
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 48

Property Type	Number	Word Mark
Registration Number:	2046173	AFFINITY
Registration Number:	2042259	SMARTLINK 2000
Registration Number:	1980794	CODEMASTER PLUS
Registration Number:	1980795	SIMPLY CODEMASTER
Registration Number:	1980796	CODEMASTER EXPRESS
Registration Number:	2084681	QUANTIM
Registration Number:	1999788	CONTRAQ
Registration Number:	1999789	QUICKREMIT
Registration Number:	2001481	QUADRAMED
Registration Number:	2094297	HEALTHLYNX
Registration Number:	2438719	INFOMASTER
Registration Number:	2125388	QUADRAMED CORPORATION
Registration Number:	2135672	WINSTATUS
Registration Number:	2138652	WINCODER+

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Registration Number:	2137102	WINREPORT
Registration Number:	2135673	WINCOLLECT
Registration Number:	2135674	WINCDS
Registration Number:	2237674	AFFINITYSTAT
Registration Number:	2354417	AMERICAN HOSPITAL DIRECTORY
Registration Number:	2388239	ENOVATION
Registration Number:	2487948	QM
Registration Number:	2369196	MEDREC MILLENNIUM
Registration Number:	2251291	MEDREC
Registration Number:	2348079	QUADRAMED
Registration Number:	2308563	QUADRAMED CORPORATION
Registration Number:	2364027	COMPLYSOURCE
Registration Number:	2316355	QUADRAMED CHARTENGINE
Registration Number:	2376823	ONELOOK
Registration Number:	2480470	NCODER+
Serial Number:	75639721	PERFORMANCE IQ
Registration Number:	2423256	WHERE HEALTHCARE AND INFORMATION COME TOGETHER
Registration Number:	2737480	APCANALYZER+
Registration Number:	2564804	SMARTID
Registration Number:	2524949	MPISPY
Registration Number:	2521428	SMARTMERGE
Registration Number:	2607209	SMARTSCAN
Registration Number:	2830452	WE DO TECHNOLOGY. SO YOU CAN DO HEALTHCARE.
Serial Number:	76302693	DIRECTORATE
Registration Number:	2780204	CHANCELLOR
Registration Number:	2738362	QUANTIM
Registration Number:	2668849	PCMAR
Registration Number:	2659257	AMBPRO
Registration Number:	2662970	NURPRO
Registration Number:	2659258	PHARMPRO
Registration Number:	2659259	DURPRO
Registration Number:	2821612	INTELLIGENT CARE SETS
Registration Number:	2683489	COPE
Registration Number:	2680968	WINPFS

CORRESPONDENCE DATA

Fax Number: (202)628-5116
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
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Email: khoward@crowell.com
Correspondent Name: Crowell & Moring LLP
Address Line 1: 1001 Pennsylvania Avenue
Address Line 2: Attn: Kelly G. Howard
Address Line 4: Washington, DISTRICT OF COLUMBIA 20004

ATTORNEY DOCKET NUMBER:	102017.0000029
NAME OF SUBMITTER:	Kelly G. Howard
Signature:	/Kelly G. Howard/
Date:	03/12/2010
Total Attachments: 1 source=Termination and Release of Security Agreement#page1.tif	

TERMINATION AND RELEASE OF SECURITY AGREEMENT

THIS TERMINATION AND RELEASE OF SECURITY AGREEMENT (this "Release") dated as of the 29th day of January, 2010, by and between The Bank of New York Mellon *Mellon JB* ("Collateral Agent"), and QuadraMed Corporation, a Delaware Corporation (the "Company").

WHEREAS, on or about April 17, 2003, Collateral Agent and the Company entered into that certain that certain Indenture, that certain Warrant Agreement, and that certain Security Agreement (the "Indenture", "Warrant Agreement", and "Security Agreement", respectively). Pursuant to the Security Agreement the Company granted Collateral Agent a security interest in and to certain collateral of the Company as more fully defined in the Security Agreement (the "Collateral") in order to secure its obligations under the Security Agreement, Indenture and Warrant Agreements (the obligations contained or referred to in each of the preceding documents are hereby referred to collectively as the "Obligations").

WHEREAS, the Obligations have been fully satisfied and the parties desire to terminate the Security Agreement, the Warrant Agreement and the Indenture, and Collateral Agent has agreed to release the security interest in and to the Collateral.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the parties hereby agrees as follows:

1. Release and Termination of Security Agreement. The Security Agreement, Indenture and Warrant Agreement are hereby terminated and are of no further force and effect. Collateral Agent further hereby terminates and releases its security interest in and to the Collateral, and the Collateral Agent hereby assigns and transfers to the Company, without recourse, all of the Collateral Agent's right, title and interest in and to the Collateral. The Company hereby acknowledges and accepts the foregoing release and assignment by the Collateral Agent.
2. Authorization. Collateral Agent hereby authorizes the Company to file this Release in the applicable filing and recording offices to effect a complete release of Collateral.
3. Governing Law. This Release will be governed by and construed in accordance with the laws of the State of New York, applicable to contracts to be made and wholly performed within such state.
4. Counterparts. This Release may be executed in any number of counterparts and by different parties hereto in separate counterparts, each of which shall be deemed to be an original, but all of which taken together constitute one and the same instrument.

IN WITNESS WHEREOF, the parties hereto have caused this Release to be executed as of the day and year first written above.

HR
 BANK OF NEW YORK Mellon
(Formerly The Bank of New York)
 By: *[Signature]*
 Name: **GEOVANNI BARRIS**
VICE PRESIDENT
 Title: _____

QUADRAMED CORPORATION
 By: *[Signature]*
 Name: David L. Piazza
 Title: Executive Vice President, CFO & COO