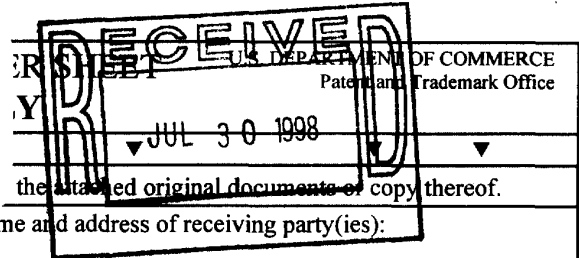


MRD 7-23-98

FORM PTO-1594
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)

08-07-1998



Tab settings =>=> ▾

To the Honorable Commission:

100788142

the attached original documents or copy thereof.

1. Name of conveying party (ies):

Pure Atria Corporation

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation-State Delaware
- Other _____

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

2. Name and address of receiving party(ies):

Name: Rational Software Corporation

Internal Address: _____

Street Address: 18880 Homestead Road

City: Cupertino State: CA ZIP: 95014

- Individual(s) citizenship: _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware
- Other _____

If assignment is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) and addresses attached? Yes No

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other _____

Execution Date: July 7, 1998

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

75/140300 75/338349 75/341264 75/341265

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Diane E. Turriff

Internal Address: Wilson Sonsini Goodrich & Rosati

Street Address: 650 Page Mill Road

City: Palo Alto State: CA ZIP: 94304-1050

6. Total number of application and registrations involved: 4

7. Total fee (37 CFR 3.41) \$115.00

Enclosed

Authorized to be charged to deposit account

If insufficient funds charge to:

8. Deposit account number:

23-2415 Attn: 01832-900

(Attach duplicate copy of this page if paying by deposit account.)

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.

Diane E. Turriff

Name of Person Signing

Signature

23 July 98

Date

Total number of pages including cover sheet, attachments, and document: 2

Mail documents to be recorded with required cover sheet information to:

08/03/1998 TTON11 00000215 75140300 Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

01 FC:481
02 FC:482

40.00 OP
75.00 OP

TRADEMARK
REEL: 1765 FRAME: 0356

ASSIGNMENT OF TRADEMARK

WHEREAS, Pure Atria Corporation, a Delaware corporation, having its principal offices at 18880 Homestead Road, Cupertino, CA 95014 has adopted, is using and is the owner of the following trademarks: CLEARGUIDE, VISUAL QUANTIFY, TESTSTUDIO and VISUAL PROFILER.

WHEREAS, Pure Atria Corporation is the owner of the following trademark applications before the United States Patent and Trademark Office:


<u>Trademark</u>	<u>Application No.</u>	<u>Date of Filing</u>
CLEARGUIDE	75/140300	July 26, 1996
VISUAL QUANTIFY	75/338349	July 25, 1997
TESTSTUDIO	75/341265	July 25, 1997
VISUAL PROFILER	75/341264	July 25, 1997

WHEREAS, Rational Software Corporation, a Delaware corporation, having its principal offices at 18880 Homestead Road, Cupertino, CA 95014, is desirous of acquiring the trademarks and the applications thereof; together with the goodwill of the business symbolized on the trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Pure Atria Corporation assigns to Rational Software Corporation all right, title and interest in and to the trademarks and to the applications thereof, together with the goodwill of the business symbolized by the marks and the applications thereof.

Dated as of July 7, 1998.

Pure Atria Corporation

By: 
Name: Timothy Brennan
Title: Senior Vice President

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RECORDED: 07/23/1998

TRADEMARK
REEL: 1765 FRAME: 0357