

*08-06-98TR*



Tab settings

To the Honorable Commissioner of Patents and Trademarks 100794800 Original documents or copy thereof.

1. Name of conveying party (ies):  
SQA Holdings, Inc.

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 \_\_\_\_\_

3. Nature of conveyance:

Assignment                       Merger  
 Security Agreement               Change of Name  
 Other \_\_\_\_\_

Execution Date: August 3, 1998

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

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

A. Trademark Application No.(s)  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Additional numbers attached?    Yes    No

B. Trademark Registration No.(s)  
2,110,083  
2,110,084

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: ..... 2

7. Total fee (37 CFR 3.41) ..... \$65.00  
 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.)

08/13/1998 DNGUYEN 00000163 2110083

01 FC:481  
02 FC:482

40.00 OP  
25.00 OP

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                      [Signature]                      [Date]  
Name of Person Signing                      Signature                      Date

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

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

ASSIGNMENT OF TRADEMARK

WHEREAS, SQA Holdings, Inc., 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: OBJECT TESTING and OBJECT-ORIENTED RECORDING.

WHEREAS, SQA Holdings, Inc. is the owner of the following trademark registrations before the United States Patent and Trademark Office:

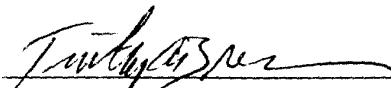
<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
OBJECT TESTING	2,110.083	October 28, 1997
OBJECT-ORIENTED RECORDING	2,110,084	October 28, 1997

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 registrations 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, SQA Holdings, Inc. assigns to Rational Software Corporation all right, title and interest in and to the trademarks and to the registrations thereof, together with the goodwill of the business symbolized by the marks and the registrations thereof.

Dated as of 8/3, 1998.

SQA Holdings, Inc.

By:   
Name: Timothy Brennan  
Title: Senior Vice President

SS2: ODMA\PCDOCS\SQL1\252496\1

RECORDED: 08/06/1998

TRADEMARK  
REEL: 1768 FRAME: 0284