

02-14-2002



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TRADEMARKS ONLY

Form PTO-159 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies):  
 Quadramed Operating Corporation *2/11/02*

Individual(s)       Association  
 General Partnership       Limited Partnership  
 Corporation-State  
 Other \_\_\_\_\_

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

2. Name and address of receiving party(ies)

Name:            OAO Transition, LLC

Internal Address: \_\_\_\_\_

Street Address:            7500 Greenway Center Drive

City:            Greenbelt      State:            MD Zip:            20770

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State \_\_\_\_\_  
 Other            Delaware Limited Liability Company

If assignee 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) & address(es) attached?  Yes  No

3. Nature of conveyance:

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

Execution Date:            08/17/01

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

A. Trademark Application No.(s) \_\_\_\_\_

\_\_\_\_\_

B. Trademark Registration No.(s)            1656116,  
           2178019, 1934304, 1901604, 1667444

\_\_\_\_\_

Additional number(s) attached  Yes  No

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

Name:            John W. McGlynn

Internal Address:            Venable, Baetjer, Howard &  
           Civiletti, LLP

Street Address:            1201 New York Ave., NW,  
           Suite 1000

City:            Washington      State:            DC      Zip:            20005-3917

6. Total number of applications and registrations involved: .....

7. Total fee (37 CFR 3.41).....\$            140.00

Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
           22-0261

DO NOT USE THIS SPACE

9. Signature.

02/13/2002 DBYRNE 00000231 1656116

John W. McGlynn            *[Signature]*            02/07/02  
 Name of Person Signing      Signature      Date

Total number of pages including cover sheet, attachments, and document.

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

Trademark Assignment

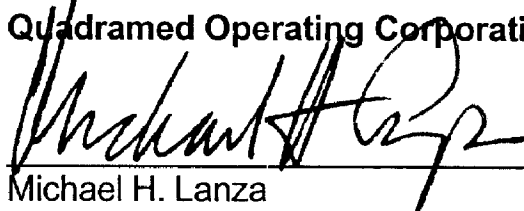
**WHEREAS**, Quadramed Operating Corporation; a Delaware corporation, having offices at 22 Pelican Way; San Rafael; California, 94901 (hereinafter referred to as ASSIGNOR) owns the trademarks set forth in Schedule A hereto;

**WHEREAS**, OAO Transition, LLC, a Delaware limited liability company, having offices at 7500 Greenway Center Drive, Greenbelt Maryland 20770 (hereinafter referred to as ASSIGNEE) is desirous of acquiring all rights, title and interest in and to said trademarks as set forth hereinabove;

**NOW, THEREFORE**, for good and valuable consideration, receipt of which is hereby acknowledged, ASSIGNOR does hereby assign, grant, transfer and otherwise convey to ASSIGNEE, its successors and assigns, its entire right, title and interest in and to the trademarks identified in Schedule A hereto, including but not limited to all of ASSIGNOR's common law rights and registrations pertaining thereto, as well as all of the good will of the business symbolized by said trademarks, and the right to sue for past infringements thereof.

**Quadramed Operating Corporation**

By

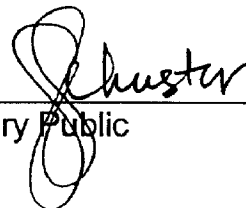
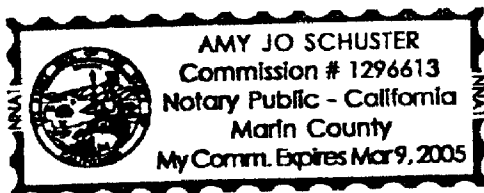


Michael H. Lanza  
Its Executive Vice President

**STATE OF CALIFORNIA**  
**COUNTY OF**

: **ss. San Rafael**  
:

On this 17<sup>th</sup> day of August, 2001, before me personally came Michael H. Lanza, Executive Vice President of Quadramed Operating Corporation, to me known and known to me to be the same person described in and who executed the foregoing instrument and duly acknowledged to me that this document was executed as the free act and deed of the Assignor.

  
\_\_\_\_\_  
Notary Public

**Schedule A**

<b><u>Mark</u></b>	<b><u>U.S. Trademark Reg. No.</u></b>	<b><u>Registration Date</u></b>
EZ-CAP	Reg. No. 1,656,116	10 September 1991
EZ-CAP and Design	Reg. No. 2,178,019	4 August 1998
EZ-PARTNER	Reg. No. 1,934,304	7 November 1995
EZ-LINK	Reg. No. 1,901,604.	27 June 1995
Miscellaneous Design (arrows)	Reg. No. 1,667,444	10 December 1991