

10-04-2002

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)



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

Tab settings

102241403

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

1. Name of conveying party(ies):

SpaceWorks, Inc.

10-1-02

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

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

3. Nature of conveyance:

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

Execution Date: July 25, 2001

2. Name and address of receiving party(ies)

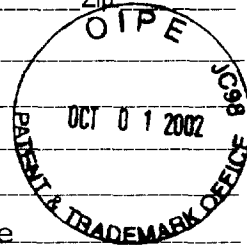
Name: Manugistics, Inc.

Internal Address:

Street Address: 9715 Key West Avenue Rockville MD 20850

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No



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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,965,118; 1,845,995; 2,072,905; 2,258,437; 2,475,318

Additional number(s) attached Yes No

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

Name: Anna J. Kurian, Esq.

Internal Address: Hogan & Hartson L.L.P.

Street Address: 555 Thirteenth St., NW

Washington, DC 20004

6. Total number of applications and registrations involved:

5

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

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

50-1349

(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.

Anna J. Kurian, Esq.

Signature

1 October 2002

Name of Person Signing

Signature

Date

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

5

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

10/04/2002 ANNED1 00000012 1965118

01 FC:481 02 FC:402

40.00 DP 100.00 DP

TRADEMARK REEL: 002593 FRAME: 0246

ASSIGNMENT OF TRADEMARKS

Whereas, SpaceWorks, Inc., a Delaware corporation with its principal place of business at 51 Monroe Street, Rockville, Maryland 20850 (Assignor), has adopted, used and is using the trademarks on Schedule A, attached hereto (Trademarks) and is the owner thereof; and

Whereas, Manugistics, Inc., a Delaware corporation with offices at 2115 East Jefferson Street, Rockville, Maryland 20852 (Assignee), is desirous of acquiring the Trademarks and applications and registrations thereof and the goodwill of the business associated therewith, which business is ongoing and existing;

Now, therefore, pursuant to the Asset Purchase Agreement between Assignor and Assignee, dated June 20, 2001, and the Order Pursuant to 11 U.S.C. 105 and 363 Approving (i) Asset Purchase Agreement between Debtor and Manugistics, Inc. and (ii) Sale of Certain Assets Free and Clear of All Liens, Claims, Encumbrances and Interests, entered by the United States Bankruptcy Court for the District of Maryland in Assignor's pending case (Case No. 01-17875-PM) on July 20, 2001, and for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor does hereby assign to the Assignee all right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks, which business is ongoing and existing, the applications for registration and the registrations thereof identified in Schedule A attached hereto, and all rights to claims for past infringement thereof, including damages arising therefrom.

SpaceWorks, Inc.

Date: July 25, 2001

By: David A. MacSwain

Name: David A. MacSwain

Title: President and Chairman of the Board

State of Virginia)

) ss:

County of Fairfax)

On this 25th day of July, 2001, before me appeared David A. MacSwain, the person who signed this instrument, who acknowledged that he signed it as a free act on behalf of the identified Assignor with authority to do so.

[Notarial Seal]

Debra S. Cavanaugh
Notary Public

My Commission Expires: 8-31-02

SCHEDULE A

TRADEMARK	COUNTRY	APPLICATION/REGISTRATION/SERIAL No.
SpaceWorks®	United States	Reg. No. 1,845,995 (principal register)
SpaceWorks	United States	Application No. 76/084,643; Application No. 75/892,591
SpaceWorks	Taiwan	Application No. 89038141; Application No. 89038140
SpaceWorks	European Union	Application No. 0017369909
SpaceWorks	Switzerland	Reg. No. 482,820
SpaceWorks	Norway	Reg. No. 205 893
SpaceWorks	Canada	App. No. 106584300
SpaceWorks	Mexico	Reg. No. 685,278 and Application No. 453309
SpaceWorks	Australia	Reg. No. 841312
SpaceWorks	Japan	Application No. 2000-074354
SpaceWorks	Singapore	Application Nos. T00/11519H and T00/11520A
OrderManager®	United States	Reg. No. 2,072,905
Driving Billions in B2B Revenue Today	United States	Application No. 76/115,745
The Web Business Manager Suite	United States	<i>No registration or pending application exists for this mark</i>
Direct, Connect, Enable	United States	Application No. 76/148,818
SPACEWORKS THE FIRST ORDER OF BUSINESS ON THE INTERNET	United States	Application No. 75/892.589

SPACEWORKS ORDERMANAGER	United States	Reg. No. 2,258,437
SPACEWORKS AND DESIGN	United States	Reg. No. 1,965,118