

11-15-2002

11-15-02



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To the Honorable Director of Patents and Trademark

ments or copy thereof.

1. Name of conveying party(ies): Manugistics California, Inc.

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

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

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

Name: ManSim, Inc.

Internal Address: _____

Street Address: 21544 Conrardia Court

City Cupertino State CA ZIP 95014

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

If assignee is not domiciled in the United States, a domestic representative designation is attached:

Yes No
(Designation must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of Conveyance:

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

Execution Date: August 16, 2002

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,694,182 and 1,730,790

Additional numbers attached? Yes No

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

Name: Alexandra J. Horne

Internal Address: Skjerven Morrill LLP

Street Address: 25 Metro Drive, Suite 700

City San Jose State CA ZIP 95110

6. Total number of applications and registrations involved: 2

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 19-2386
(Attach duplicate copy of this page if paying by deposit account)

11/15/2002 6TON11 00000162 192386 1694182
 01 FC:0521 40.00 CH
 02 FC:0522 25.00 CH

RECEIVED OPR
 2002 NOV 15 PM 1:11
 ASSIGNMENT DIV

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.

Alexandra J. Horne (CA Bar No. 162,066)
Name and Title

Alexandra J. Horne
Signature

11.11.02
Date

Total number of pages comprising cover sheet: _____

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

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

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Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management Information Systems, Network Reduction Project, (0651-011), Washington, D.C. 20231.

REEL: 2617 FRAME: 0838

ASSET ASSIGNMENT AGREEMENT

THIS ASSET PURCHASE AGREEMENT, is made as of August 16, 2002 (the "Effective Date"), by and between **MANUGISTICS, INC.**, a Delaware corporation having its principal place of business at 2115 East Jefferson Street, Rockville, Maryland 20852 ("Company"), and **ManSim Inc.**, a California corporation having its principal place of business at 10121 Miller Avenue, Suite 201, Cupertino, CA 95014 ("Buyer").

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

MANUGISTICS, INC.

By: 

Title: Exec. Director

ManSim INC., INC.

By: Randall A. Hughes

Name: *Randall A. Hughes* 7/28/02

Title: President and CEO



Schedule 1.1.3

TRADEMARKS

ManSim

MsxOvertime

MsxPlanner

TestSim

TsxOvertime

TsxPlanner

Interplan

Model Builder

