

## TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Engage, Inc.		08/04/2003	CORPORATION: DELAWARE

## RECEIVING PARTY DATA

Name:	JDA Software Group, Inc.
Street Address:	14400 North 87th Street
City:	Scottsdale
State/Country:	ARIZONA
Postal Code:	85260
Entity Type:	CORPORATION: DELAWARE

## PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	2319667	ENGAGE
Registration Number:	1821040	ENGAGE
Registration Number:	2374846	ENGAGE KNOWLEDGE
Registration Number:	2259819	ENGAGE.DISCOVER
Registration Number:	2263468	ENGAGE.JOURNAL
Registration Number:	2259810	ENGAGE.PORTRAIT

## CORRESPONDENCE DATA

Fax Number: (512)457-7001

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 512.457.7025

Email: ssutton@graycary.com

Correspondent Name: Steven R. Sprinkle

Address Line 1: 1221 South MoPac

Address Line 2: Suite 400

Address Line 4: Austin, TEXAS 78746

ATTORNEY DOCKET NUMBER:

102128-900105 - 900110

TRADEMARK

900007973

REEL: 002847 FRAME: 0112

OP \$165.00 2319667

NAME OF SUBMITTER:

Stacy Sue Sutton for Steve Sprinkle

Total Attachments: 4

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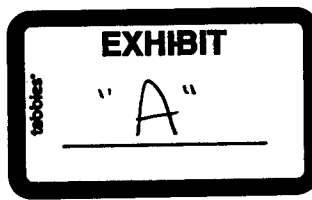
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TRADEMARK

REEL: 002847 FRAME: 0113



## ASSIGNMENT OF TRADEMARKS

WHEREAS, Engage, Inc., a Delaware corporation having a place of business at 100 Brickstone Square Andover Massachusetts 01810 ("**Assignor**"), has adopted and used in its business and is the sole and exclusive owner, in the jurisdiction in which the registration is effective, of each of the trademarks listed in Annex A attached hereto and incorporated herein by reference, all of which trademarks are registered, or applied for in the United States Patent and Trademark Office under the registration or application numbers listed in Annex A (all of such trademarks, registrations and applications for registration are herein referred to as the "**Trademarks**");

WHEREAS, JDA Software Group, Inc., a Delaware corporation having a place of business at 14400 North 87<sup>th</sup> Street, Scottsdale, Arizona 8526 ("**Assignee**"), desires to acquire the entire right, title and interest in and to each of the Trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged by Assignor, Assignor does hereby sell, transfer, convey, assign and deliver to Assignee all of Assignor's right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized thereby. This Assignment of Trademarks shall inure to the benefit of and be binding upon Assignee and Assignor and their respective successors and assigns.

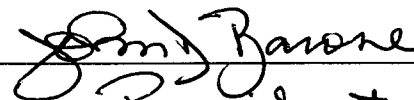
Assignor hereby covenants that no sale, assignment, agreement or encumbrance has been or will be made or entered into in any jurisdiction that would conflict with this Assignment of Trademarks. This Assignment of Trademarks shall inure to the benefit of and be binding upon Assignee and Assignor and their respective successors and assigns.

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IN WITNESS WHEREOF, Assignor has caused its duly authorized representative to execute this Assignment of Trademarks as of this 4th day of August, 2003.

**ENGAGE, INC.**

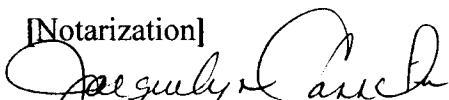
By



Title

President

[Notarization]

  
My Commission Expires 7/21/06

# Annex A

## to Assignment of Trademarks

### U.S. Trademark Registrations and Applications Therefor

Trademark Name	Status	Application No./Filing Date	Registration	Renewal	Country	Class
ENGAGE	Registered	1529700 25-Feb-2000	1529700 08-May-2001	25-Feb-2010	European Community	35
ENGAGE	Registered	069925100 20-Feb-1992	TMA409887 19-Mar-1993	19-Mar-2003	Canada	9
ENGAGE	Opposed	1129881 07-Apr-1999			European Community	9 & 42
ENGAGE	Registered	795474 27-May-1999	795474/ 27-May-1999	27-May-2009	Australia	9
ENGAGE	Registered	75/252036 05-Mar-1997	2319667 15-Feb-2000	15-Feb-2010	United States	42
ENGAGE	Registered	74/263687 08-Apr-1992	1821040 15-Feb-1994	15-Feb-2004	United States	9
ENGAGE	Opposed	11279881 07-Apr-1999	1529700 08-May-2001	25-Feb-2010	European Community	9 & 42
ENGAGE AUDIENCENET	Registered	1291046 26-Aug-1999	1291046 30-Nov-2000	26-Aug-2009	European Community	35
ENGAGE AUDIENCENET	Registered	1291046 26-Aug-1999	1291046 30-Nov-2000	26-Aug-2009	European Community	35
ENGAGE KNOWLEDGE	Registered	75/687145 20-Apr-1999	2374846 08-Aug-2000	08-Aug-2010	United States of America	42
ENGAGE KNOWLEDGE	Registered	1250760 22-Jul-1999	1250760 21-Dec-2000	22-Jul-2009	European Community	35

ENGAGE MYAUDIENCE	Registe red	1292770 30-Aug-1999	1292770 30-Nov-2000	30-Aug- 2009	European Communi ty	35
ENGAGE MYAUDIENCE	Registe red	1290980 26-Aug-1999	1290980 29-Nov-2000	26-Aug- 2009	European Communi ty	35
ENGAGE SOFTWARE	Registe red	2140192 20-Mar-2001	2140192 13-Mar-2002	20-Mar- 2010	European Communi ty	9, 35, 42
ENGAGE DISCOVER	Registe red	75/262631 24-Mar-1997	2259819 06-Jul-1999	06-Jul- 2009	United States	9
ENGAGE JOURNAL	Registe red	75/252055 05-Mar-1997	2263468 20-Jul-1999	20-Jul- 2009	United States	9
ENGAGE PORTRAIT	Registe red	75/252037 05-Mar-1997	2259810 06-Jul-1999	06-Jul- 2009	United States	9
MEDIASPHERE	Registe red	74/604075 29-Nov-1994	1992055 06-Aug-1996	06-Aug- 2006	United States	9
MIDSYSTEM	Registe red	B1542054 16-Jul-1993	B1542054 26-Aug-1994	16-Jul- 2010	United Kingdom	9