

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
Tempus Software, Inc.		12/17/2004	CORPORATION: FLORIDA

RECEIVING PARTY DATA

Name:	QuadraMed Corporation
Street Address:	12110 Sunset Hills Road
Internal Address:	Suite 600
City:	Reston
State/Country:	VIRGINIA
Postal Code:	20190
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Serial Number:	78335149	TEMPUSXPRESS
Registration Number:	1879626	ENCOMPASS
Registration Number:	1913079	ENCOMPASS
Registration Number:	2450455	TEMPUS
Registration Number:	2704498	TEMPUSONE

CORRESPONDENCE DATA

Fax Number: (703)456-8100
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (703) 456-8000
 Email: trademarks@cooley.com
 Correspondent Name: Peter J. Willsey, Esq.
 Address Line 1: One Freedom Square, Reston Town Center
 Address Line 2: 11951 Freedom Drive
 Address Line 4: Reston, VIRGINIA 20190-5656

CH \$140.00 78335149

NAME OF SUBMITTER:	Anna B. Anderson
Signature:	/Anna B. Anderson/
Date:	12/28/2004
Total Attachments: 2 source=SFXAFBB#page1.tif source=SFXAFBB#page2.tif	

ASSIGNMENT OF TRADEMARK

WHEREAS, Tempus Software, Inc., a Florida corporation having its principal offices at 225 Water Street, Jacksonville, Florida 32202 ("Assignor"), has a bona fide intent to use the TEMPUSXPRESS (Stylized) trademark ("the TEMPUSXPRESS Mark") and has filed a trademark application to register the TEMPUSXPRESS Mark with the United States Patent and Trademark Office as shown on the attached Schedule A; and

WHEREAS, Assignor owns the marks ENCOMPASS, ENCOMPASS & Design, TEMPUS and TEMPUSONE (the "Tempus Software Marks") and U.S. Trademark Registrations 1,879,626, 1,913,079, 2,450,455 and 2,704,498 therefor, also listed on Schedule A, and all goodwill associated with the Tempus Software Marks; and

WHEREAS, QuadraMed Corporation, a Delaware corporation having its principal offices at 12110 Sunset Hills Road, Suite 600, Reston, Virginia 20190 ("Assignee") has acquired Assignor and desires to formally assume ownership of the TEMPUSXPRESS Mark and the Tempus Software Marks as part of that portion of the ongoing and existing business to which the TEMPUSXPRESS Mark and the Tempus Software Marks pertain, as required by 15 U.S.C. §1060;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to (i) the TEMPUSXPRESS Mark together with that portion of Assignor's business in connection with which it has a bona fide intent to use the TEMPUSXPRESS Mark, and (ii) the Tempus Software Marks, together with the goodwill of the business symbolized by the Tempus Software Marks and the registrations thereof.

TEMPUS SOFTWARE, INC.

Date: 12/17, ²⁰⁰⁴~~2003~~

By: Linda Benson

Name: Linda Benson

Title: V. P. of Operations

Schedule A

- (1) Mark: TEMPUSXPRESS (Stylized)

TempusXpress

Serial No.: 78/335,149

Filed: December 2, 2003

- (2) Mark: ENCOMPASS

Reg. No.: 1,879,626

Reg. Date: February 21, 1995

- (3) Mark: ENCOMPASS & Design



Reg. No.: 1,913,079

Reg. Date: August 22, 1995

- (4) Mark: TEMPUS

Reg. No.: 2,450,455

Reg. Date: May 15, 2001

- (5) Mark: TEMPUSONE

Reg. No.: 2,704,498

Reg. Date: April 8, 2003