

**TRADEMARK ASSIGNMENT**

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SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Quest Software		09/15/2004	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	Open Text Corporation
Street Address:	185 Columbia Street West
City:	Waterloo, Ontario
State/Country:	CANADA
Postal Code:	N2L 5Z5
Entity Type:	CORPORATION: ONTARIO

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Serial Number:	76015194	QRUNNER
Registration Number:	2545586	VISTA PLUS
Registration Number:	2437690	SMARTALARM
Registration Number:	2767155	PORTALVUE
Registration Number:	2515805	EPURPOSING
Registration Number:	2516537	TRANSVUE
Registration Number:	2613866	QMASTER

CORRESPONDENCE DATA

Fax Number: (860)724-3397  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
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 Email: mgiarratana@mccarter.com  
 Correspondent Name: Mark D. Giarratana  
 Address Line 1: McCarter & English, LLP  
 Address Line 2: CityPlace I, 185 Asylum Street

CH \$190.00 76015194

Address Line 4: Hartford, CONNECTICUT 06103

DOMESTIC REPRESENTATIVE

Name: Mark D. Giarratana  
Address Line 1: McCarter & English, LLP  
Address Line 2: CityPlace I, 185 Asylum Street  
Address Line 4: Hartford, CONNECTICUT 06103

NAME OF SUBMITTER:	Mark D. Giarratana
Signature:	/mark d giarratana/
Date:	03/01/2005

Total Attachments: 4  
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## ASSIGNMENT OF TRADEMARKS AGREEMENT

This Assignment of Trademarks Agreement is made this 15<sup>th</sup> day of September, 2004 (the "Agreement"), by and between QUEST SOFTWARE, INC., a California corporation, ("Assignor") and OPEN TEXT CORPORATION, an Ontario corporation, ("Assignee"). Reference is made to the Asset Purchase Agreement, dated as of August 31, 2004 (the "Purchase Agreement") by and among Assignor, Assignee, and OPEN TEXT, INC., an Illinois corporation and a wholly owned subsidiary of Assignee.

WHEREAS, Assignor is the current owner of the following U.S. federal and international trademark registrations (each a "Trademark" and collectively, the "Trademarks"):

<u>Mark</u>	<u>Registration Date</u>	<u>Goods &amp; Services</u>	<u>Country</u>	<u>Registration No.</u>
VISTA PLUS®	March 12, 2002	(9) Software, namely, programs providing on-line management and warehousing of corporate reports	USA	2545586
PORTALVUE®	September 23, 2003	(9) Computer software, namely software to provide bi-directional communications between output management software and any enterprise report management, cold, electric document management or other operational application software and portal application software	USA	2767155
IMAGEVUE®	September 23, 2003	(9) Computer software, namely for the management, capture, and or storage of electronic images and files within a repository or via a client viewer	USA	2767156
QMASTER®	September 3, 2002	(9) Computer software namely to control a distributed network of printers and spools and their respective output	USA	2613866
TRANSVUE®	December 11, 2001	(9) Computer software, namely for the management, capture, and or storage of electronic images and files within a repository or via a client viewer	USA	2516537
EPURPOSING®	December 4, 2001	(9) Computer software, namely for transforming or creating other formats of any file or computer datastream making it available for delivery through either physical or electronic means	USA	2515805
SMARTALARM®	March 20, 2001	(9) Computer software for use in monitoring, aggregating, disseminating, capturing, displaying, routing,	USA	2437690

delivering, and managing business data,  
electronic documents, and reports,  
computer software which notifies user  
of the routing, delivery or dissemination  
of data, documents, or reports

QRUNNER® (abandoned)	<i>Abandonment date:</i> May 22, 2001	(9) Computer software namely to manage the input, processing, distribution and batch jobs in a client/server environment	USA	<i>Serial #:</i> 76015194
QMASTER®	February 25, 1994	<i>Wares:</i> (1) Computer software; <i>Services:</i> (1) technical support in the use of computer software	Canada	TMA423864

WHEREAS, Assignee desires to acquire, and Assignor wishes to assign to Assignee, all of Assignor's right, title and interest in and to each of the Trademarks.

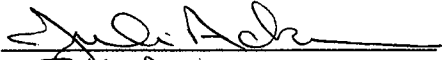
NOW, THEREFORE, pursuant to the Purchase Agreement, and for good and valuable consideration, receipt of which is hereby acknowledged, the parties hereto agree as follows:

1. Assignor hereby assigns to Assignee all of Assignor's right, title and interest in and to each of the Trademarks, together with the goodwill symbolized thereby.

*[Remainder of Page Intentionally Left Blank]*

**ASSIGNOR:**

**QUEST SOFTWARE, INC.,  
a California corporation**

By:   
Name: Juli Ackerman  
Title: VP, Business Development

**ASSIGNEE:**

**OPEN TEXT CORPORATION,  
an Ontario corporation**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

**ASSIGNOR:**

**QUEST SOFTWARE, INC.,  
a California corporation**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

**ASSIGNEE:**

**OPEN TEXT CORPORATION,  
an Ontario corporation**

By: *S. P. Kelly*  
Name: \_\_\_\_\_  
Title: *Secretary*