

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Med-Data Management Inc.		07/18/2005	CORPORATION: LOUISIANA
RECEIVING PARTY DATA			
Name:	Project Metro Acquisition, LLC		
Street Address:	100 North Point Center East, Suite 200		
Internal Address:	c/o MedAssets, Inc.		
City:	Alpharetta		
State/Country:	GEORGIA		
Postal Code:	30022		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2718148	MEDGICIAN	
CORRESPONDENCE DATA			
Fax Number:	(212)728-8111		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212-728-8000		
Email:	eschonbraun@willkie.com		
Correspondent Name:	Emily L. Schonbraun		
Address Line 1:	787 Seventh Avenue		
Address Line 2:	Willkie Farr & Gallagher LLP		
Address Line 4:	New York, NEW YORK 10019		
NAME OF SUBMITTER:	Emily L. Schonbraun		
Signature:	/emilyschonbraun/		
Date:	09/06/2005		

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Total Attachments: 4

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TRADEMARK ASSIGNMENT AGREEMENT

This Assignment, dated as of July 18, 2005 (the "Trademark Assignment"), is entered into by and between Med-Data Management Inc., a Louisiana corporation ("Assignor"), and Project Metro Acquisition, LLC, a Delaware limited liability company ("Assignee").

WHEREAS, Assignor owns the applications and registrations listed on the attached Schedule A, and all common law rights associated therewith, together with all goodwill arising from the use of and symbolized by said trademarks (the "Trademarks"); and

WHEREAS, pursuant to an Asset Purchase Agreement, dated as of July 15, 2005, by and among Assignor and Assignee, among others, Assignor has agreed to assign, and Assignee has agreed to accept, all of Assignor's right, title and interest in and to the Trademarks, together with all of the goodwill associated therewith, and all rights to claims of past infringement thereof.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby contribute, sell, convey, transfer, assign, and deliver to Assignee, its successors and assigns, and Assignee purchases and accepts from Assignor, all of Assignor's right, title, and interest in and to the Trademarks throughout the world, including all registrations and applications thereof and all goodwill pertaining thereto, the right to conduct business under the Trademarks, including the right to license others under the Trademarks, the portion of the business of Assignor to which any intent-to-use application pertains, and all rights to sue, counterclaim, and to collect damages and payments for claims of past, present, and future infringements, unfair competition or misappropriations thereof, and all income, royalties, damages, and payments now or hereafter due or payable with respect to the Trademarks.

Assignor hereby agrees to execute upon the request of Assignee, at Assignee's expense, such additional documents as are necessary to register and otherwise give full effect to the rights of Assignee under this Trademark Assignment in and to the Trademarks worldwide, including all documents necessary to record in the name of Assignee the assignment of the Trademarks with the United States Patent and Trademark Office and, with respect to any equivalent foreign rights, with any other appropriate foreign or international office or registrar.

IN WITNESS WHEREOF, the undersigned have executed this Trademark Assignment on the date first written above.

MED-DATA MANAGEMENT, INC., as Assignor

By: Jackie Hodges
Name: JACKIE HODGES
Title: CEO

STATE OF LOUISIANA)
PARISH) ss:
COUNTY OF JEFFERSON)

On this 16th day of July, 2005, before me personally appeared JACKIE HODGES, to me personally known, who, being duly sworn, did say that he/she is the CEO of Med-Data Management, Inc., that said individual duly executed the foregoing instrument and that said individual acknowledged said instrument to be the free act and deed of said corporation.

Albert J. Derbes, III
Notary Public

ALBERT J. DERBES, III
NOTARY PUBLIC - No. 12264
Jefferson Parish, LA
My Commission is for Life.

PROJECT METRO ACQUISITION,
LLC, as Assignor

By: _____
Name:
Title:

STATE OF)
) ss:
COUNTY OF)

On this ___ day of July, 2005, before me personally appeared _____, to me personally known, who, being duly sworn, did say that he/she is the _____ of Project Metro Acquisition, LLC, that said individual duly executed the foregoing instrument and that said individual acknowledged said instrument to be the free act and deed of said limited liability company.

Notary Public

Schedule A

Trademark Registration(s)

Mark	Jurisdiction	Registration No./Application No.	Date of Registration/Filing
Med Data Management, Inc.	Louisiana		February 15, 1999
Medician	U.S. Patent & Trademark Office	2,718,148	September 18, 2001