

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
SolarWinds.Net, Inc.		12/14/2005	CORPORATION: OKLAHOMA
RECEIVING PARTY DATA			
Name:	SolarWinds.Net, L.L.C.		
Street Address:	8221 East 63rd Street		
City:	Tulsa		
State/Country:	OKLAHOMA		
Postal Code:	74133		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	76563595	ORION	
Registration Number:	2917050	SOLARWINDS	
CORRESPONDENCE DATA			
Fax Number:	(212)728-8111		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(212) 728-8776		
Email:	ipdept@willkie.com		
Correspondent Name:	Kim A. Walker		
Address Line 1:	787 Seventh Avenue		
Address Line 2:	Willkie Farr & Gallagher LLP		
Address Line 4:	New York, NEW YORK 10019		
ATTORNEY DOCKET NUMBER:	112451.00005		
NAME OF SUBMITTER:	Kim A. Walker		
Signature:	/kaw-907/		

CH \$65.00 76563595

Date:

04/18/2006

Total Attachments: 3

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BILL OF SALE

(Personal and Intellectual Property)

For value received by SolarWinds.Net, L.L.C., a Delaware limited liability company ("Purchaser"), to SolarWinds.Net, Inc., an Oklahoma corporation, ("Seller"), the receipt and sufficiency of which is hereby acknowledged, Seller does hereby GRANT, BARGAIN, SELL, CONVEY, ASSIGN, TRANSFER, SET OVER and DELIVER to Purchaser all of its personal, tangible and intangible property, wheresoever located, including, but not limited to, all furniture, supplies, equipment, software, computers, cash, deposit accounts and accounts receivable, and those other items of personal property as identified on Exhibit A attached hereto (the "Personal Property").

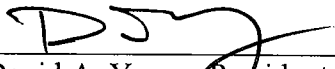
Seller hereby further assigns to Purchaser all rights, title and interest in and to all intellectual property and other proprietary rights owned by Seller, including, without limitation, all patents, inventions, technology, trademarks and service marks (and all goodwill associated therewith), copyrights (including in software), trade secrets, domain names and all applications and registrations therefore, including those set forth on Exhibit A, all common law rights therein and related thereto, together with the portion of the business to which any intent-to-use application pertains, and all rights to sue and collect damages and/or profits for past and future infringements thereof (the "Intellectual Property" and together with the Personal Property, the "Purchased Property"). Seller shall promptly prepare and submit any and all filings with the appropriate state or federal agencies and domain name registrars necessary to effect the assignment of such Intellectual Property to Purchaser.

SolarWinds.Net, Inc. hereby WARRANTS, COVENANTS and AGREES that it is the lawful owner of all Purchased Property, free and clear of all liens and encumbrances, and that it has the right and authority to sell and transfer the Purchased Property to Purchaser. Seller shall forever WARRANT and DEFEND unto Purchaser, its successors and assigns, title to the Purchased Property against all lawful claims and demands of any persons whomsoever. In addition, Seller warrants and represents that to the best of its knowledge the Purchased Property is all of the personal property, equipment, and intellectual property owned or used by Seller in the operation of its business as of the date hereof. Seller shall have no interest in any of the Purchased Property following the execution of this Bill of Sale.

EXECUTED December 14, 2005.

SELLER:

SolarWinds.Net, Inc.



David A. Yonce, President

EXHIBIT A

Personal Property –

Balance sheet reflects \$56,000 in Prepaid Expenses.

Intellectual Property –

Registered Marks – SolarWinds (US)

Pending Application for Registration of Marks – Cirrus (US)
 SolarWinds (Canada)
 Orion (Canada)

Registered Copyrights – “SolarWinds.Net: Network Management Tools” (web site)

Pending Applications for Registration of Copyrights – None.

Internet Domain Names – SolarWinds.net

- SolarWinds.de**
- MibTools.com
- MIBBrowser.com*
- MIB-Browser.com
- SubnetCalculator.com
- SubnetCalc.com
- Network-inventory.com
- NetworkSonar.com
- Network-sonar.com
- Networkinventory.com
- Perf-monitor.com
- PerfMonitor.com
- mibcompiler.com
- mib-compiler.com

Material Software Programs – Orion Network Performance Monitor

- SolarWinds Toolset
- Cirrus Configuration Management Application
- Broadband Cable Modem Management Software