

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
ADP, Inc.		06/14/2006	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Prophet 21, Inc.		
<b>Street Address:</b>	19 West College Avenue		
<b>City:</b>	Yardley		
<b>State/Country:</b>	PENNSYLVANIA		
<b>Postal Code:</b>	19067		
<b>Entity Type:</b>	CORPORATION: PENNSYLVANIA		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2836448	WDSCONNECT	
Registration Number:	2987520	WDSREMOTE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(650)213-0260		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	650-812-1300		
<b>Email:</b>	patrademarks@manatt.com		
<b>Correspondent Name:</b>	Susan E. Hollander, Esq.		
<b>Address Line 1:</b>	1001 Page Mill Road, Building 2		
<b>Address Line 4:</b>	Palo Alto, CALIFORNIA 94304		
<b>ATTORNEY DOCKET NUMBER:</b>	25908.030.638 & 647		
<b>NAME OF SUBMITTER:</b>	Kimberley J. Thompson		
<b>Signature:</b>	/Kimberley J. Thompson/		
<b>Date:</b>	06/29/2006		

CH \$65.00 2836448

Total Attachments: 1  
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TRADEMARK ASSIGNMENT

WHEREAS, ADP, Inc., a Delaware corporation, with offices at 1950 Hassell Road, Hoffman Estates, Illinois 60195 ("Assignor"), has adopted, used, is using, and is the owner of all right, title, and interest in the following trademark registrations for trademarks (the "Marks") for which registrations have been issued in the United States Patent and Trademark Office and the goodwill developed through use of the Marks:

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
WDSCONNECT	2,836,448	April 27, 2004
WDSREMOTE	2,987,520	August 23, 2005

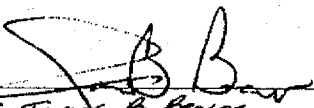
WHEREAS, Prophet 21, Inc., with offices at 19 West College Avenue, Yardley, PA 19067 ("Assignee"), desires to acquire the Marks and the goodwill of the business symbolized by the Marks; and

WHEREAS, Assignor and Assignee have entered into an Asset Purchase Agreement, dated as of the 8<sup>th</sup> day of November, 2004, whereby Assignee is acquiring certain assets, including the Marks, of Assignor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Assignor does hereby assign, sell, transfer, and set over unto the said Assignee all right, title, and interest in and to the Marks in the United States and in other countries and jurisdictions of the world, and related U.S. pending applications and registrations, together with the goodwill of the business symbolized by the Marks, including the right to sue for and receive all damages from past infringements of the Marks, the same to be held and enjoyed by Assignee, its successors, assigns and other legal representatives. Assignor and Assignee hereby consent to and request recordation of this Assignment and further authorize and request that all official documents and communications relating to said Marks be issued and delivered to Assignee, its attorneys, agents, successors or assigns.

Signed this 14 day of June, 2006

ADP, INC.

By:   
Name: James B. Benson  
Title: President & Secretary