

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet 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 |
| Manhattan Associates Software, LLC | | 10/24/2007 | LIMITED LIABILITY COMPANY: GEORGIA |
| RECEIVING PARTY DATA | | | |
| Name: | Manhattan Associates, Inc. | | |
| Street Address: | 2300 Windy Ridge Parkway | | |
| Internal Address: | Tenth Floor | | |
| City: | Atlanta | | |
| State/Country: | GEORGIA | | |
| Postal Code: | 30339 | | |
| Entity Type: | CORPORATION: GEORGIA | | |
| PROPERTY NUMBERS Total: 3 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 2150391 | PKMS | |
| Registration Number: | 2229890 | PICKTICKET MANAGEMENT SYSTEM | |
| Registration Number: | 2231720 | | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (404)365-9532 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | 404-233-7000 | | |
| Email: | trademark@mmmlaw.com | | |
| Correspondent Name: | Morris, Manning & Martin, LLP | | |
| Address Line 1: | 3343 Peachtree Road NE | | |
| Address Line 2: | 1600 Atlanta Financial Center | | |
| Address Line 4: | Atlanta, GEORGIA 30326 | | |
| ATTORNEY DOCKET NUMBER: | 5840-16816, 16817, 19102 | | |

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|--|-------------------|
| NAME OF SUBMITTER: | Dana A. Schwind |
| Signature: | /Dana A. Schwind/ |
| Date: | 10/31/2007 |
| Total Attachments: 3 source=Manhattan-TM Assign#page1.tif source=Manhattan-TM Assign#page2.tif source=Manhattan-TM Assign#page3.tif | |

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT ("Assignment") is made as of the date stated below by Manhattan Associates Software, LLC ("Assignor"), a Georgia limited liability company, and Manhattan Associates, Inc. ("Assignee"), a Georgia corporation.

WHEREAS, the Assignor is the owner of all rights in and to the trademarks and registrations identified on Exhibit A, attached hereto and incorporated herein by this reference, and the intellectual property rights and goodwill of the business symbolized by said trademarks (the "Trademarks");

WHEREAS, the Assignee desires to acquire the Trademarks, any trademark applications and registrations therefor, and the goodwill of the business symbolized by said Trademarks from Assignor;

WHEREAS, the Assignor desires to transfer and assign the Trademarks, any trademark applications and registrations therefor, and the goodwill of the business symbolized by said Trademarks to Assignee;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by the parties, Assignor does hereby transfer and assign unto Assignee, its successors and assigns, all right, title and interest in and to the above-mentioned Trademarks, any applications and registrations for said Trademarks, and the goodwill of the business symbolized by said Trademarks, and the right to sue, either at law or in equity, and recover damages for past and future infringements. Assignor agrees to perform such further acts as may be necessary or desirable to transfer, perfect, and defend the Assignee's ownership of such property that are reasonably requested by Assignee from time to time.

[Signatures on next page]

IN WITNESS WHEREOF, the Assignor has caused this document to be executed as of the date stated below.

ASSIGNOR: MANHATTAN ASSOCIATES SOFTWARE, LLC

Dated: 10/24/07

[Signature]

David K. Dabbieri / Sr. VP and Chief Legal Officer
Name and Title

STATE OF Georgia)
COUNTY OF Gwinnett) SS:




On this 24 day of October 2007, before me personally appeared David K. Dabbieri known to me to be the individual aforesaid who duly acknowledged the signing of the foregoing instrument as a voluntary act on behalf of the identified entity with authority to do so.

[Signature]
Notary Public

My Commission Expires: 1-1-2011

EXHIBIT A – TRADEMARKS

| <u>Trademark</u> | <u>U.S. Registration No.</u> | <u>Registration Date</u> |
|---|-------------------------------------|---------------------------------|
| PKMS | 2150391 | 04-14-1998 |
| PICKTICKET MANAGEMENT SYSTEM | 2229890 | 03-09-1999 |
|  | 2231720 | 03-16-1999 |