

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Grant of Security Interest

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Activant Solutions Inc.		11/14/2008	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Deutsche Bank Trust Company Americas
Street Address:	60 Wall Street
City:	New York
State/Country:	NEW YORK
Postal Code:	10005
Entity Type:	Collateral Agent:

**PROPERTY NUMBERS Total: 7**

Property Type	Number	Word Mark
Registration Number:	3122785	EPARTINSIGHT
Registration Number:	3505839	AUCTIONEXPERT
Registration Number:	3173861	ACTIVANT TSW
Serial Number:	77139404	ACTIVANT VISION
Serial Number:	77108117	REAL SOLUTIONS. REAL RESULTS.
Registration Number:	3377430	SHOPCAT
Registration Number:	3393982	EAGLE

**CORRESPONDENCE DATA**

Fax Number: (212)354-8113  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 212-819-8200  
 Email: trademarkdocket@whitecase.com  
 Correspondent Name: Matthew Bart  
 Address Line 1: White & Case LLP  
 Address Line 2: 1155 Avenue of the Americas

CH \$190.00 3122785

Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER: 1111788-0098

NAME OF SUBMITTER: Matthew Bart

Signature: /Matthew Bart/

Date: 12/01/2008

**Total Attachments: 7**

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**GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Activant Solutions Inc., a Delaware corporation (the "Grantor") with principal offices at 7683 Southfront Road, Livermore (Alameda County), California 94551, hereby grants to Deutsche Bank Trust Company Americas, as Collateral Agent, with principal offices at 60 Wall Street, New York, NY 10005, (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the Intellectual Property Security Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of May 2, 2006 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"). Upon the termination or release of security interests in collateral listed above and/or in the Marks set forth on Schedule A attached hereto, the Grantee shall execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Marks acquired under this Grant as required pursuant to the Security Agreement.

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and

provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

**[Remainder of this page intentionally left blank; signature page follows]**

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the 14<sup>th</sup> day of November, 2008.

ACTIVANT SOLUTIONS INC.,  
Grantor

By Kathleen M. Crusio  
Name: Kathleen M. Crusio  
Title: S.V.P. & CFO

DEUTSCHE BANK TRUST COMPANY  
AMERICAS,  
as Collateral Agent and Grantee

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

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

DEUTSCHE BANK TRUST COMPANY  
AMERICAS,  
as Collateral Agent and Grantee

By Paul O'Leary  
Name: Paul O'Leary  
Title: Director

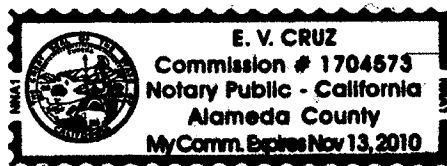
By Evelyn Thierry  
Name: Evelyn Thierry  
Title: Vice President

Activant IP Grant

**TRADEMARK**  
**REEL: 003896 FRAME: 0006**

STATE OF California )  
 ) ss.:  
COUNTY OF Alameda )

On this 14<sup>th</sup> day of November 2008 before me personally came Kathleen M Crasco  
who, being by me duly sworn, did state as follows: that [s]he is Chief Financial  
Officer of Activant  
Solutions Inc., that [s]he is authorized to execute the foregoing Grant on behalf of said  
Activant  
Solutions Inc and that [s]he did so by authority of the [Board of Directors] of said  
Activant Solutions Inc



[Signature]  
Notary Public

STATE OF New York )  
 ) ss.:  
COUNTY OF New York

On this 1 day of December, 2008, before me personally came Paul O'Leary/ Evelyn Tierney who, being by me duly sworn, did state as follows: that [s]he is Director / Vice President of Deutsche Bank Trust Company Americas, that [s]he is authorized to execute the foregoing Grant on behalf of said Activant Solutions Inc. and that [s]he did so by authority of the Board of Directors of said Activant Solutions Inc.

Notary Public

Maureen E Thomas

MAUREEN E. THOMAS  
Notary Public - State of New York  
No. 01TH6098264  
Qualified in Bronx County  
Certified in New York County  
My Commission Expires 9/08/2011

Activant IP Grant

TRADEMARK  
REEL: 003896 FRAME: 0008



SCHEDULE A

<u>Mark</u>	<u>Serial/Reg. No.</u>	<u>Date of Reg./Applic.</u>
ePartInsight	3122785	8/1/2006
AuctionExpert	3505839	9/23/2008
Activant TSW	3173861	11/21/2006
ACTIVANT VISION	77/139404	3/23/2007
REAL SOLUTIONS. REAL RESULTS.	77/108117	2/15/2007
Shopcat	3377430	2/05/2008
Eagle	3393982	3/11/2008