

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
Covance Inc.		08/20/2009	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Phase Forward Incorporated		
Street Address:	77 Fourth Avenue		
City:	Waltham		
State/Country:	MASSACHUSETTS		
Postal Code:	02451		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	76449328	FORESITE	
Serial Number:	76449327	INSITE	
CORRESPONDENCE DATA			
Fax Number:	(215)981-4750		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	215.981.4401		
Email:	tilleryk@pepperlaw.com,olszykc@pepperlaw.com,jensenc@pepperlaw.com		
Correspondent Name:	M. Kelly Tillery, Esq.		
Address Line 1:	3000 Two Logan Square		
Address Line 2:	18th and Arch Streets		
Address Line 4:	Philadelphia, PENNSYLVANIA 19103		
ATTORNEY DOCKET NUMBER:	130773.53 INSITE/FORESIT		
NAME OF SUBMITTER:	Christopher D. Olszyk, Jr.		
Signature:	/cdo/		

OP \$65.00 76449328

Date:

06/30/2010

Total Attachments: 5

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ASSIGNMENT OF TRADEMARKS

This Assignment of Trademarks, dated as of August 20, 2009, is by and between Covance Inc., a Delaware corporation having a principal place of business at 210 Carnegie Center, Princeton, New Jersey ("Assignor"), and Phase Forward Incorporated, a Delaware corporation having a principal place of business at 77 Fourth Avenue, Waltham, Massachusetts ("Assignee").

WHEREAS, Assignor holds all right, title and interest in and to the trade names, logos, common law trademarks and service marks, trade dress, and trademark and service mark registrations identified on the attached Schedule A (the "Trademarks");

WHEREAS, Assignee has acquired the entire right, title and interest in and to certain assets and properties of the Assignor, including the Trademarks pursuant to an Asset Purchase Agreement dated as of July 15, 2009 among the Assignor and the Assignee (the "Asset Purchase Agreement"); and

WHEREAS, pursuant to the Asset Purchase Agreement the Assignor has agreed to execute such additional instruments as may be necessary or desirable to confirm said acquisition of certain assets by the Assignee.

NOW, THEREFORE, in consideration of the foregoing premises and covenants, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged,

1. Assignor does hereby assign, transfer and set over to Assignee all right, title, and interest in and to the Trademarks, together with all of the goodwill symbolized thereby and appurtenant thereto.

2. Assignor does also hereby assign, sell, transfer and set over unto Assignee all claims for damages for reason of current infringement of the Trademarks, as well as the right to sue for and collect the same for its own use and enjoyment.

3. Assignor further authorizes the Director of the United States Patent & Trademark Office, and any official of any U.S. state or states, or any country or countries foreign to the United States, whose duty it is to record trademark registrations, applications and title thereto, to record the Trademarks and title thereto as the property of Assignee, its successors, legal representatives and assigns in accordance with the terms of this instrument.

[Signature Page Follows]

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be executed by their respective duly authorized representatives as a sealed instrument as of the date first written above:

COVANCE, INC.

By: [Signature]
Name: William Klitzgaard
Title: SUP + CFO

STATE OF NEW JERSEY)

COUNTY OF Mercer)

On this 19 day of August, 2009, before me, the undersigned notary public, personally appeared William Klitzgaard (name of document signer), proved to me through satisfactory evidence of identification, which were _____, to be the person whose name is signed on the preceding or attached document and acknowledged to me that (he)(she) signed it voluntarily for its stated purpose.
(as _____ for _____, (a)(the) _____)

[Signature] (official signature and seal of notary)

My commission expires: 10/4/2010

PHASE FORWARD INCORPORATED

By: _____
Name: _____
Title: _____

COMMONWEALTH OF MASSACHUSETTS)

COUNTY OF _____)

On this ___ day of _____, 20___, before me, the undersigned notary public, personally appeared _____ (name of document signer), proved to me through satisfactory evidence of identification, which were _____, to be the person whose name is signed on the preceding or attached document and acknowledged to me that (he)(she) signed it voluntarily for its stated purpose.
(as _____ for _____, (a)(the) _____)

_____ (official signature and seal of notary)

My commission expires: _____

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be executed by their respective duly authorized representatives as a sealed instrument as of the date first written above:

COVANCE, INC.

By: _____
Name: _____
Title: _____

STATE OF NEW JERSEY)

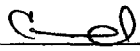
COUNTY OF _____)

On this ___ day of _____, 20___, before me, the undersigned notary public, personally appeared _____ (name of document signer), proved to me through satisfactory evidence of identification, which were _____, to be the person whose name is signed on the preceding or attached document and acknowledged to me that (he)(she) signed it voluntarily for its stated purpose.
(as _____ for _____, (a)(the) _____)

(official signature and seal of notary)

My commission expires: _____

PHASE FORWARD INCORPORATED

By: 
Name: CHARLES A. MENARD
Title: CEO

COMMONWEALTH OF MASSACHUSETTS)

COUNTY OF _____)

On this ___ day of _____, 20___, before me, the undersigned notary public, personally appeared _____ (name of document signer), proved to me through satisfactory evidence of identification, which were _____, to be the person whose name is signed on the preceding or attached document and acknowledged to me that (he)(she) signed it voluntarily for its stated purpose.
(as _____ for _____, (a)(the) _____)

(official signature and seal of notary)

My commission expires: _____

Divider

Schedule A

MARKS

<i>COUNTRY</i>	<i>MARK</i>	<i>SERIAL. NO.</i>	<i>REGISTRATION NO.</i>	<i>FILING / REGISTRATION DATE</i>
United States	FORESITE	76449328	2907008	11/30/2004
European Union	FORESITE	002861797		4/15/2004
Switzerland	FORESITE	08953/2002	507902	10/17/2002
United States	INSITE	76449327	ABANDONED	9/12/2002
European Union	INSITE	002862019	WITHDRAWN	9/25/2002
Switzerland	INSITE	08954/2002	507903	10/17/2002