

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
Conversive, Inc.		10/05/2012	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Avaya Inc.
Street Address:	211 Mount Airy Road
City:	Basking Ridge
State/Country:	NEW JERSEY
Postal Code:	07920
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Registration Number:	3230427	AGENT INFORMATION TEMPLATE
Registration Number:	3265633	AGENT SCRIPTING INTERFACE
Registration Number:	3144395	ANSWERAGENT
Registration Number:	3652708	ANSWERBASE
Registration Number:	3128015	BANNERBOT
Registration Number:	3825471	BGATE
Registration Number:	3415485	COLLEGEAGENT
Registration Number:	3367373	CONTENT PANES
Registration Number:	2855081	CONVERSIVE
Registration Number:	3334805	CONVERSIVE CALLBACK
Registration Number:	3275589	INTERFACING FORWARD
Registration Number:	3230426	LIBRARY AGENT
Registration Number:	3360360	SITEMATE
Registration Number:	3108367	START THE DIALOG

CH \$390.00 3230427

Registration Number: 2425435 VERBOT

CORRESPONDENCE DATA

Fax Number: 9089535408

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 9089537327

Email: binns@avaya.com

Correspondent Name: Russell W. Binns, Jr.

Address Line 1: 211 Mount Airy Road

Address Line 4: Basking Ridge, NEW JERSEY 07920

ATTORNEY DOCKET NUMBER: CONVERSIVE ASSIGNMENT

NAME OF SUBMITTER: Russell W. Binns, Jr.

Signature: /russ binns/

Date: 11/15/2012

Total Attachments: 8

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TRADEMARK AND SERVICE MARK ASSIGNMENT

THIS TRADEMARK AND SERVICE MARK ASSIGNMENT is made as of the 5th day of October, 2012 by Conversive, Inc., a Delaware corporation, having a place of business at 5137 Clareton Drive, Suite 200, Agoura Hills CA 91301 (hereinafter referred to as "Assignor") to Avaya Inc., a Delaware corporation, having its principal place of business at 211 Mount Airy Road, Basking Ridge, New Jersey 07920 (hereinafter referred to as "Assignee").

WHEREAS, Assignor and Assignee are parties to that certain Asset Purchase Agreement, dated as of October 5, 2012, by and among Assignor, as seller, and Assignee, as buyer (the "Purchase Agreement").

WHEREAS, the Assignor is desirous of transferring and assigning to Assignee, and Assignee is desirous of acquiring from Assignor all of Assignor's rights, title and interest in and to the trademarks and service marks set forth in Schedule A attached hereto (the "Assigned Marks") and all of the goodwill associated therewith.

NOW, THEREFORE, in consideration of the premises and for other good and valuable consideration received in connection with the transactions contemplated by the Purchase Agreement, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. Assignor does hereby transfer, convey and assign unto Assignee good title to, and all of its rights, title and interest in and to the Assigned Marks, together with the goodwill of the business appertaining thereto and which is symbolized by the Assigned Marks and the worldwide right to sue for past infringements of the Assigned Marks.
2. Assignor shall execute any and all documents reasonably requested by Assignee to effect transfer and recording of the Assigned Marks to Assignee.

IN WITNESS WHEREOF, the parties have caused this Trademark and Service Mark Assignment to be executed by their duly authorized representatives as of the date first stated above.

CONVERSIVE, INC.

By: _____
Name:
Title:

AVAYA INC.

By: Vinay Bassi
Name: VINAY BASSI
Title: VICE PRESIDENT - CORPORATE DEPT.

see Acknowledgment Cert. (456)

ACKNOWLEDGEMENT

STATE OF _____)

) ss.

COUNTY OF _____)

I CERTIFY that on this 5th day of October, 2012, _____ personally appeared before me and acknowledged under oath, to my satisfaction that this person signed, sealed and delivered the attached Trademark and Service Mark Assignment as _____ of CONVERSIVE, INC., and had the authority to do so.

Notary Public

[Notarial Seal]

CALIFORNIA ALL-PURPOSE CERTIFICATE OF ACKNOWLEDGMENT

State of California

County of Los Angeles

On 10-5-12 before me, Robert E. Getter, Notary Public
(Here insert name and title of the officer)

personally appeared Robert W. Williams

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

[Signature]
 Signature of Notary Public

(Notary Seal)



ADDITIONAL OPTIONAL INFORMATION

DESCRIPTION OF THE ATTACHED DOCUMENT	
<u>Track note</u> <small>(Title or description of attached document)</small>	
<u>Source Work Record</u> <small>(Title or description of attached document continued)</small>	
Number of Pages _____	Document Date _____
<small>(Additional information)</small>	

CAPACITY CLAIMED BY THE SIGNER	
<input type="checkbox"/> Individual (s)	
<input type="checkbox"/> Corporate Officer	
	<small>(Title)</small>
<input type="checkbox"/> Partner(s)	
<input type="checkbox"/> Attorney-in-Fact	
<input type="checkbox"/> Trustee(s)	
<input type="checkbox"/> Other _____	

INSTRUCTIONS FOR COMPLETING THIS FORM

Any acknowledgment completed in California must contain verbiage exactly as appears above in the notary section or a separate acknowledgment form must be properly completed and attached to that document. The only exception is if a document is to be recorded outside of California. In such instances, any alternative acknowledgment verbiage as may be printed on such a document so long as the verbiage does not require the notary to do something that is illegal for a notary in California (i.e. certifying the authorized capacity of the signer). Please check the document carefully for proper notarial wording and attach this form if required.

- State and County information must be the State and County where the document signers personally appeared before the notary public for acknowledgment.
- Date of notarization must be the date that the signer(s) personally appeared which must also be the same date the acknowledgment is completed.
- The notary public must print his or her name as it appears within his or her commission followed by a comma and then your title (notary public).
- Print the name(s) of document signer(s) who personally appear at the time of notarization.
- Indicate the correct singular or plural forms by crossing off incorrect forms (i.e. he/she/they - is/are) or circling the correct forms. Failure to correctly indicate this information may lead to rejection of document recording.
- The notary seal impression must be clear and photographically reproducible. Impression must not cover text or lines. If seal impression smudged, re-seal if a sufficient area permits, otherwise complete a different acknowledgment form.
- Signature of the notary public must match the signature on file with the office of the county clerk.
 - ✦ Additional information is not required but could help to ensure this acknowledgment is not misused or attached to a different document.
 - ✦ Indicate title or type of attached document, number of pages and date.
 - ✦ Indicate the capacity claimed by the signer. If the claimed capacity is a corporate officer, indicate the title (i.e. CEO, CFO, Secretary.)
- Securely attach this document to the signed document.

ACKNOWLEDGEMENT

STATE OF NEW JERSEY)
) ss.
COUNTY OF SOMERSET)

I CERTIFY that on this 5th day of October, 2012, Vinay Bassi personally appeared before me and acknowledged under oath, to my satisfaction that this person signed, sealed and delivered the attached Trademark and Service Mark Assignment as Vice President, Corporate Development of Avaya Inc., and had the authority to do so.

Christine Tettemer

Notary Public

[Notarial Seal]



SCHEDULE A
ASSIGNED MARKS

Docket No.	Country	Trademark	Application Number	Filing Date	Registration Number	Registration Date
2966-030877	UNITED STATES	AGENT INFORMATION TEMPLATE	78/248,532	03/12/2003	3,230,427	04/17/2007
2966-030878	UNITED STATES	AGENT SCRIPTING INTERFACE	78/248,502	05/12/2003	3,265,633	07/17/2007
2966-050423	UNITED STATES	ANSWERAGENT	78/564,467	02/10/2005	3,144,395	09/19/2006
2966-061384	UNITED STATES	ANSWERBASE	78/876,280	05/04/2006	3,652,708	07/07/2009
2966-050006	UNITED STATES	BANNERBOT	78/541,609	01/04/2005	3,128,015	08/08/2006
2966-071140	UNITED STATES	BGATE	77/124,240	03/07/2007	3,825,471	07/27/2010
2699-030920	UNITED STATES	COLLEGEAGENT	78/250,347	05/15/2003	3,415,485	04/22/2008
2966-052278	UNITED STATES	CONTENT PANES	78/680,214	07/28/2005	3,367,373	01/08/2008
2966-021693	UNITED STATES	CONVERSIVE	78/161,055	09/05/2002	2,855,081	06/15/2004
2966-040078	UNITED STATES	CONVERSIVE AGENT	78/353,596	01/19/2004	3,000,964 Cancelled	09/27/2005

2966-061124	UNITED STATES	CONVERSIVE CALLBACK	78/875,056	05/03/2006	3,334,805	11/13/2007
2966-030212	UNITED STATES	EASYAGENT	78/211,501	02/06/2003	2,973,000 - Cancelled	07/19/2005
2966-021616	UNITED STATES	INSTANTAGENT	78/153,336	08/12/2002	3,018,403 - Cancelled	11/22/2005
2966-002063	UNITED STATES	INTERFACING FORWARD	76/216,382	02/26/2001	3,275,589	08/07/2007
2966-990225	CANADA	JULIA	1,005,684	02/17/1999	TMA 550,965	09/18/2001
2966-970549	UNITED STATES	JULIA	75/274,604	04/14/1997	2,353,968 - Expired	05/30/2000
2966-030879	UNITED STATES	LIBRARY AGENT	78/248,522	05/12/2003	3,230,426	04/17/2007
2966-032073	UNITED STATES	SITEMATE	78/315,705	10/20/2003	3,360,360	12/25/2007
2966-001721	UNITED STATES	STARBOT	76/181,184	12/14/2000	3,051,269 - Cancelled	01/24/2006
2966-020834	UNITED STATES	START THE DIALOG	76/414,478	06/03/2002	3,108,367	06/27/2006
2966-990226	CANADA	SYLVIE	1,005,649	02/17/1999	TMA 550,964	09/18/2001
2966-971719	UNITED STATES	SYLVIE	75/400,639	12/05/1997	2,327,199	03/07/2000
2966-010168	AUSTRALIA	VERBOT	864921	02/05/2001	864921 - Not Renewed	11/05/2001

2966- 970550	UNITED STATES	VERBOT	75/274,605	04/14/1997	2,425,435	01/30/2001
2966- 990229	CANADA	VIRTUAL PERSONALITIES	1,005,648	02/17/1999	TMA550963	09/18/2001
2966- 990227	CANADA	VPERSON	1,005,685	02/17/1999	TMA550966	09/18/2001
2966- 970552	UNITED STATES	VPERSON	75/273,857	04/14/1997	2,300,363 Cancelled	12/14/1999