

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM392132

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL
RESUBMIT DOCUMENT ID:	900370932
SEQUENCE:	2

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Descartes Systems (USA) LLC		01/08/2016	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	Descartes U.S. Holdings, Inc.
Street Address:	120 Randall Drive
City:	Waterloo, Ontario
State/Country:	CANADA
Postal Code:	N2V 1C6
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	3040844	OZLINK
Registration Number:	2750538	OZEXE

CORRESPONDENCE DATA

Fax Number: 3129130002
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.
Phone: (312) 913-0001
Email: docketing@mbhb.com, moran@mbhb.com, potempam@mbhb.com
Correspondent Name: Eric R. Moran
Address Line 1: 300 South Wacker Drive
Address Line 2: 31st Floor
Address Line 4: CHICAGO, ILLINOIS 60606-6709

ATTORNEY DOCKET NUMBER:	MBHB 1540.67
NAME OF SUBMITTER:	Eric R. Moran
SIGNATURE:	/Eric R. Moran/
DATE SIGNED:	07/20/2016

Total Attachments: 7

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BILL OF SALE

Descartes Systems (USA) LLC (the "Transferor"), for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, hereby sells, transfers, assigns and conveys to Descartes U.S. Holdings, Inc. and its successors and assigns ("Transferee"), all of the assets listed on Attachment A hereto (the "Assets").

Transferor hereby appoints Transferee the attorney in fact of Transferor, with full power of substitution on behalf of Transferee to demand and receive any of the Assets and to give receipts and releases for the same, to institute and prosecute in the name of Transferor, but for the benefit of Transferee, any legal or equitable proceedings Transferee deems proper in order to enforce any rights in the Assets and to defend or compromise any legal or equitable proceedings relating to the Assets as Transferee shall deem advisable. Transferor hereby declares that the appointment made and powers granted hereby are coupled with an interest and shall be irrevocable by Transferor.

Transferor hereby agrees that Transferor and Transferor's successors and assigns will do, execute, acknowledge and deliver, or will cause to be done, executed, acknowledged and delivered such further acts, documents, or instruments confirming the conveyance of any of the Assets to Transferee as Transferee shall reasonably deem necessary, provided that Transferee shall provide all necessary documentation to Transferor.

This Bill of Sale is executed in connection with that certain Asset Purchase Agreement, of even date hereof, between Transferee and Transferor.

This Bill of Sale is executed and delivered in, and shall be construed and enforced in accordance with the laws of the State of Delaware, and shall be binding upon and inure to the benefit of the successors and assigns of the parties hereto.

Effective as of January 8, 2016.

TRANSFEROR:

DESCARTES SYSTEMS (USA) LLC

By: its sole member and manager

DESCARTES U.S. HOLDINGS, INC.

By: _____

J. Scott Pagan
President

TRANSFEE:

DESCARTES U.S. HOLDINGS INC.

By: _____

Michael Verhoeve
Vice-President

TRADEMARK

REEL: 005828 FRAME: 0445

ATTACHMENT A TO BILL OF SALE

All intellectual property rights and assets of Oz Development, Inc., including without limitation all software, data and related tools including the software listed below and related services:

REDACTED

All patents or patent applications, trademarks, tradenames and domain names, including:

Trademarks

Country	TradeMark	Registration No.
US	OZEZE	2750538
US	OZLINK	3040844

REDACTED

REDACTED

REDACTED

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REDACTED