

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM453333

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
SEQUENCE:	1		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Descartes Systems (USA) LLC		08/14/2017	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: 7			
Property Type	Number	Word Mark	
Registration Number:	2219595	CASHRUSH	
Registration Number:	4174053	MYSHIPRUSH	
Registration Number:	2486108	SHIPRUSH	
Registration Number:	4712719	SHIPRUSH	
Registration Number:	4817876		
Registration Number:	4464756	Z FIRM	
Registration Number:	2178120	FAXRUSH	
CORRESPONDENCE DATA			
Fax Number:	3129130002		
<i>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.</i>			
Phone:	3129133302		
Email:	docketing@mbhb.com, moran@mbhb.com, potempa@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		
NAME OF SUBMITTER:	Eric R. Moran		

CH \$190.00 2219595

SIGNATURE:	/Eric R. Moran/
DATE SIGNED:	12/05/2017
Total Attachments: 3 source=Z-Firm Marks - Bill of Sale Between DS (USA) LLC and DUSH, Inc. 14 Aug 2017#page1.tif source=Z-Firm Marks - Bill of Sale Between DS (USA) LLC and DUSH, Inc. 14 Aug 2017#page2.tif source=Z-Firm Marks - Bill of Sale Between DS (USA) LLC and DUSH, Inc. 14 Aug 2017#page3.tif	

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.

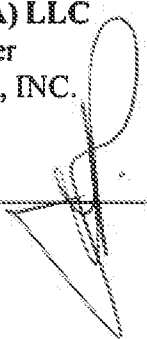
This Bill of Sale is executed and delivered in, and shall be construed and enforced in accordance with the laws of the State of Delaware, and shall be binding upon and inure to the benefit of the successors and assigns of the parties hereto.

Effective as of August 14, 2017.

TRANSFEROR:

DESCARTES SYSTEMS (USA) LLC
By: its sole member and manager
DESCARTES U.S. HOLDINGS, INC.

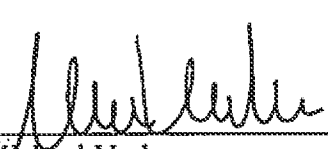
By: _____
J. Scott Pagan
President



TRANSFEEEE:

DESCARTES U.S. HOLDINGS, INC.

By: _____
Michael Verhoeve
Vice-President



ATTACHMENT A TO BILL OF SALE

All intellectual property rights and assets of Seller, related to the business and assets of the entity formerly known as "Z-Firm, LLC" as acquired by the Seller pursuant to a Membership Interest Purchase Agreement on May 18, 2017 and a subsequent merger of Descartes Systems (USA) LLC and Z-Firm, LLC effective May 31, 2017, including without limitation all patents or patent applications, inventions, copyright, trade-secrets, trademarks, tradenames and domain names as well as all software, data and related tools and all related services, as more particularly described below:

All software, data and related tools including the software listed below and related services

- ShipRush Web
- ShipRush Desktop
- ShipRush Order Manager
- ShipRush Developer

and including all related research and development and work-in-progress

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

Trademarks

Country	Mark	Registration Date
US	CASHRUSH	Jan 19, 1999
US	MYSHIPRUSH	July 17, 2012
US	SHIPRUSH	Sept 4, 2001
US	SHIPRUSH	March 31, 2015
US	Truck Logo	Sept 22, 2015
US	Z-Firm	Jan 14, 2014
US	EMAILRUSH	Dec 26, 2006
US	FAXRUSH	Aug 4, 1998
Canada	SHIPRUSH	May 13, 2016
Canada	Truck Logo	March 21, 2016

Patents

Country	Registration No.	Title / Description
US	7409353	Methods and systems for producing shipping labels
US	7624025	Methods and systems for supporting the production of shipping labels
US	8126821	Methods and systems for supporting the production of shipping labels

US	8185479	Shipment preparation using network resource identifiers in packing lists
US	8521656	Systems and methods for providing extended shipping options
US	8527429	Shipment preparation using network resource identifiers in packing lists
US	8805747	Securing shipment information accessed based on data encoded in machine-readable data blocks
US	8812409	Reducing payload size of machine-readable data blocks in shipment preparation packing lists
US	8818912	Methods and systems for supporting the production of shipping labels
US	9646281	Extended Shipping Options

Patent Applications

Country	Application No.	Title / Description
US	12/169,509	Systems and methods for providing extended shipping options
US	13/958,378	Shipment Preparation using network resource identifiers in packing lists
US	14/322,674	Securing shipment information accessed based on data encoded in machine-readable data blocks
US	14/323,769	Reducing payload size of machine-readable data blocks in shipment preparation packing lists
US	14/338,183	Methods and systems for supporting the production of shipping labels
US	15/497,098	Systems and methods for providing extended shipping options