

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Evoke Software Corporation		05/26/2004	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA	
Name:	Evoke Asset Purchase Corp.
Street Address:	100 Eagle Rock Avenue
City:	East Hanover
State/Country:	NEW JERSEY
Postal Code:	07936
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 10		
Property Type	Number	Word Mark
Registration Number:	2268847	EVOKE
Registration Number:	2268846	EVOKE SOFTWARE
Serial Number:	75918901	EVOKE AXIO
Registration Number:	2641587	EVOKE SOFTWARE
Registration Number:	2638041	EVOKE
Registration Number:	2645024	EVOKE SOFTWARE
Registration Number:	2789312	EVOKE
Registration Number:	2798479	EVOKE
Serial Number:	76277275	EVOKE
Registration Number:	2569069	EVOKE

CORRESPONDENCE DATA	
Fax Number:	(415)217-5910
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	415-442-1600
Email:	trademarks@howardrice.com

CH \$265.00 2268847

Correspondent Name: Howard, Rice, Nemerovski, Canady, Falk &
Address Line 1: Three Embarcadero Center, Seventh Floor
Address Line 4: San Francisco, CALIFORNIA 94111-4024

ATTORNEY DOCKET NUMBER: 40142.0001

NAME OF SUBMITTER: Carole F. Barrett

Total Attachments: 3
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ASSIGNMENT OF TRADEMARK RIGHTS

This ASSIGNMENT OF TRADEMARK RIGHTS dated and effective as of the first day of May 26, 2004 is by and between EVOKE SOFTWARE CORPORATION a California corporation, having a place of business at 832 Folsom Street, Suite 1000, San Francisco, CA 94107 ("Assignor") and EVOKE ASSET PURCHASE CORP., a Delaware Corporation, having a place of business at 100 Eagle Rock Avenue, East Hanover, NJ 07936 ("Assignee");

THEREFORE, for good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, Assignor by these presents does sell, assign, transfer, set over and otherwise convey to Assignee any and all of Assignor's worldwide right, title and interest in and to trademarks, service marks, trade names and logos listed on SCHEDULE 1 ("Assigned Marks") including rights to the applications for the Assigned Marks together with that part of the goodwill of the Assignor's business conducted under or otherwise symbolized by the Assigned Marks and including all common law rights, all recordings, registrations and applications related to the Assigned Marks worldwide and including all claims and rights associated with the Assigned Marks including the right to bring and maintain actions for past, present and future infringement.

Date: Aug 9, 2004

EVOKE SOFTWARE CORPORATION

[Signature]
Signature

Lacey H. Edwards
Name

CHAIRMAN & CEO
Title

[NOTARY]

Date: August 10, 2004

EVOKE ASSET PURCHASE CORP.

[Signature]
Signature

Scott Neuman
Name

President & CEO
Title

[NOTARY]

W 0 052104-1-000/2000/1164910/01

SCHEDULE 1

COUNTRY	MARK	APP. NO.	REG. NO.
Australia	EVOKE	826834	826834
Australia	EVOKE	901166	
Canada	EVOKE	887,372	887,372
Canada	EVOKE and Design	1,111,409	
Canada	EVOKE AXIO	1,047,352	
Canada	EVOKE SOFTWARE	887,373	887,373
China	EVOKE	2000124002	1,759,397
China	Miscellaneous Design - E (swirl - stylized circle)	2000124001	1759910 (provisional)
European Union	EVOKE	001595362	001595362
European Union	EVOKE and Design	002325314	002325314
European Union	EVOKE AXIO	001595594	001595594
France	ACCURATE DATA. INFINITE POSSIBILITIES.	3116856	3116856
France	EVOKE	003006397	003006397
France	EVOKE and Design	01/3116857	01/3116857
France	EVOKE AXIO	00/3020721	003020721
German Federal Republic	EVOKE	30026695.2/09	300 26 695
German Federal Republic	EVOKE AXIO	30026694.4/09	300 26 694
United Kingdom	EVOKE	2221979	2221979
United Kingdom	EVOKE and Design	2277438	2277438

Schedule 1 to Assignment of Trademark Rights

COUNTRY	MARK	APP. NO.	REG. NO.
United Kingdom	EVOKE AXIO	2228772	2228772
USA	EVOKE	75/928,005	2,638,041
USA	EVOKE	75/494,133	2,268,847
USA	EVOKE	75/920,969	2,569,069
USA	EVOKE and Design	76/277,323	2,789,312
USA	EVOKE and Design	76/277,324	2,798,479
USA	EVOKE and Design	76/277,275	
USA	EVOKE AXIO	75/918,901	
USA	EVOKE SOFTWARE	75/494,132	2,268,846
USA	EVOKE SOFTWARE	75/928,008	2,641,587
USA	EVOKE SOFTWARE and Design	75/928,007	2,645,024

Schedule 1 to Assignment of Trademark Rights

WD 080104/1-400090001/1164910/v1

RECORDED: 08/30/2004

**TRADEMARK
REEL: 002925 FRAME: 0805**