

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
Redpoint, Inc.		08/25/2005	CORPORATION: TEXAS
RECEIVING PARTY DATA			
Name:	NetQoS, Inc.		
Street Address:	5001 Plaza on the Lake		
City:	Austin		
State/Country:	TEXAS		
Postal Code:	78746		
Entity Type:	CORPORATION: TEXAS		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2345468	NETVOYANT	
Registration Number:	2671418	NETVOYANT	
Registration Number:	2293014	REDPOINT	
CORRESPONDENCE DATA			
Fax Number:	(512)233-2270		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	512.439.2848		
Email:	tanya.arizola@netqos.com		
Correspondent Name:	Tanya Arizola		
Address Line 1:	5001 Plaza on the Lake		
Address Line 4:	Austin, TEXAS 78746		
NAME OF SUBMITTER:	Tanya Arizola		
Signature:	/Tanya Arizola/		
Date:	02/01/2006		

OP \$90.00 2345468

Total Attachments: 4

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TRADEMARK ASSIGNMENT

For good and valuable consideration, receipt and sufficiency of which is acknowledged, RedPoint Network Systems, Inc. (the "Assignor"), a Texas corporation with its principal place of business at 222 West Las Colinas Blvd., Suite 1650, Irvine, Texas 75039 hereby assigns, transfers, and conveys to NetQoS, Inc., a Texas corporation with its principal place of business at 6504 Bridge Point Parkway, Suite 501, Austin, Texas 78730, the entire right, title and interest of the Assignor in the trademarks listed in Exhibit A, together with all registrations or applications for such trademarks, the good will of the business symbolized by such trademarks and the rights to sue and recover for past infringement of such trademarks.

IN WITNESS, Assignor has caused this Trademark Assignment to be executed on the 25th day of August 2005.

RedPoint Network Systems, Inc.

By: *John Catalano*
John Catalano, President

STATE OF TEXAS)
COUNTY OF TRAVIS)

I certify that John Catalano personally came before me this day and acknowledged that he is the President of RedPoint Network Systems, Inc., a Texas corporation, and acknowledged the execution of this instrument on behalf of such corporation.

Witness my official seal this ___ day of August, 2005.

Notary Public

My Commission Expires: _____

SCHEDULE A

List of Assets

Inventory:

N/A

Prepaid Assets:

N/A

Furniture, Fixtures & Equipment:

Irving Office:

Tektronix Color Printer
Work Table
Toshiba Tecra Laptop (John's
Laptop)
Dell Power Edge Server (p2-255
MHZ)
3Com NBX 100 IP Phone Switch
10 NBX IP Phones
CD Printer
10 Port hub

Minnesota Office

Bookshelves (2)
Desk & credenza (1 set)
File cabinets (2)
Tables (to put computers on) (4)
19" rack (1)
Desk chairs (3)
Side chairs (2)
Whiteboard (1)
2-line phones (4)
Misc desk supplies
FAX machine (not very good image for receiving but sends ok)
HP D220 Server w/ external disk array (1)
Sun Ultra 60 (1) + Sun Monitor
Sun Ultra 30 (1) + PC Monitor

Sun Ultra 10 (1) + PC Monitor
Sun Sparc 20 – broken? (1)
Intel workstations – various uses (7) + all w/ monitors
APC UPS (1)
Small APC UPS (2)
Cisco 2900XL Switch (1)
Barricade Router (2)
Several switches and hubs
DSL routers (3)
RMON probes (4)

Supplies:

N/A

Sales Materials:

N/A

Contracts:

1. Sales Representative Agreement Patrick Gleason
2. Business Development Representative Agreement Eddie Sullivan
3. eMSol VAR/Systems Integrator Agreement (S. Africa)

Customer List/Per Click Licensees:

United Airlines
Haband
Isthmus Group
Postini
British Telecom (Full Control Networks)
DAT's Japan
Raytheon
Mayville Engineering
Hope Hospital (UK)
Tembec
Hebble Insurance Company
iLAN Systems - Right to Use Fee
St. John's Riverside Hosp
Daresbury Labs (FullControl)
ST Microelectronics
Centennial Wireless
Everlogic Ltd
Merrill Lynch - SnmpQL Customer
Quest Software
City of Hope (COH)
East Lindsey District Council
The Berry Company
Keyspan Energy
CSE Insurance
Unified Independent School District
MERS of Michigan
Lockwood Financial Services
Kinder Morgan Energy
Siemens Nixdorf

Intellectual

- The trademark “Redpoint” filed with the U.S. Patent and Trademark Office on April 4, 199, #75083996 by RedPoint Software Corporation, a predecessor-in-interest to Seller;
- The trademark “Netvoyant” filed with the U.S. Patent and Trademark Office on June 14, 1999, #75729907;
- The service mark “Netvoyant” filed with the U.S. Patent and Trademark Office on July 12, 2001, #76286141;
- Canadian trademarks:
 - The trade mark NetVoyant, TMA 559,349, registered March 18, 2002
 - The trademark RedPoint, TMA 560,228, registered April 16, 2002
- E/U trademarks:
 - The trademark NetVoyant, No. 147006, registered July 23, 2001

Property:

Lease:

- That certain property Lease Agreement between Seller and Har-Mar, Incorporated dated November 1, 2002 for the real property located at Suite 204, 60 East Marie Avenue, St. Paul , Minnesota 55118, as renewed until October 31, 2005 with a rent of \$750 per month by that certain Second Lease Renewal Agreement effective November 1, 2004.