

3882/23

RECORDATION FORM COVER SHEET PATENTS ONLY

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Southwestern Bell Telephone L.P.
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
Name: Micromuse Inc.
Address: 139 Townsend Street, San Francisco, California 94107

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other
Execution Date: January 17, 2005

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s)
If this document is being filed together with a new application, the execution date of the application is:
A. Patent Application No.(s)
10/689,077
Additional numbers attached? Yes No

B. Patent No.(s)
6,687,335

5. Name and address of party to whom correspondence concerning document should be mailed:
BROWN RAYSMAN MILLSTEIN FELDER & STEINER LLP
900 Third Avenue
New York, New York 10022
(212) 895-2000

6. Total number of applications and patents involved: 2

7. Total fee (37 CFR 3.41):..... \$ 80.00
 Check enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 02-4270
(Attach duplicate copy of this page by deposit account)
Please charge any additional fees required, or credit any overpayment, to the above deposit account

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Seth H. Ostrow, Reg. No. 37,410
Name of Person Signing


Signature

January 18, 2005
Date

Total number of pages including cover sheet, attachments and document: 4

Assignment Division
Commissioner of Patents
Facsimile No. (703) 306-5995
P.O. Box 1450
Alexandria, VA 22313-1450

CH \$80.00 024270 10689077

ASSIGNMENT

WHEREAS, Southwestern Bell Telephone L.P. (formerly Southwestern Bell Telephone Company), a Texas limited partnership, having a place of business at One SBC Plaza, Dallas, Texas 75202, ("SWBT"), is the sole and exclusive owner and assignee of all of the patent(s) and patent application(s) listed on the attached Schedule A (the "Patents"), and all inventions disclosed therein (the "Inventions"); SWBT having been assigned all rights, title, and interest in the Patents and the Inventions by way of assignment from all the inventors or other owners of the Patents;

WHEREAS, Micromuse Inc., a Delaware corporation, having a place of business at 139 Townsend Street, San Francisco, California ("Micromuse") is desirous of obtaining sole ownership interest in and to the Patents and the Inventions; and

WHEREAS, SWBT desires to transfer and convey to Micromuse sole ownership interest in and to the Patents and the Inventions.

NOW, THEREFORE, be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, SWBT does hereby sell, assign and transfer unto Micromuse sole ownership interest in and to the Patents and the Inventions for all countries of the world, including any divisional, continuation, continuation-in-part, renewal or revival application, Request for Continued Examination application, or substitute U.S. or foreign patent application based on, or which claim priority from, either in whole or part, one or more of the Patents or Inventions; and any patent that may emerge from a reissue, reexamination or Interference proceeding before the United States Patent and Trademark Office and any and all patents that may subsequently issue based on, or which claim priority from, one or more of the Patents or Inventions with the right to claim priority under the International Convention based on the Patents and the Inventions (the "Collective Patents"); furthermore, SWBT hereby authorizes and requests competent authorities to grant any and all additional patents that may issue from the Collective Patents or the Inventions to Micromuse as sole owner; and SWBT further agrees to execute upon request of Micromuse such additional documents, including a Power of Attorney or other documents as are necessary and proper to allow Micromuse to unilaterally prosecute any patent application claiming priority from the Collective Patents conveyed hereunder without the consent of SWBT, and to secure patent protection on the Collective Patents and the Inventions

throughout all countries of the world, and to otherwise give full effect to and perfect the rights of Micromuse under this Assignment.

SWBT and its corporate affiliates shall retain the royalty-free right to make, use, sell, offer to sell, and import technology, products and/or services under the Collective Patents.

IN TESTIMONY WHEREOF, SWBT has caused this document to be executed by its duly authorized officers on the date indicated below.

Southwestern Bell Telephone L.P.

By: Van H. Taylor

Title: President-Network Services (SBC Southwest)

Date: 1-17-05

STATE OF Texas)
COUNTY OF Rockwall)

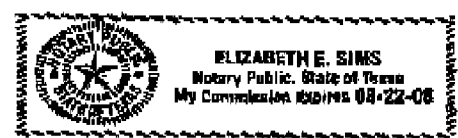
ss.: 527-84-6021

On this 17 day of January 2005, the above named appeared before me in person and acknowledged the above to be his signature and that he signed, sealed and delivered the above instrument as his voluntary act and deed, and for the uses and purposes therein set forth.

Elizabeth E Sims
Notary Public

(Notarial seal)

My Commission expires:
9/22/08



SCHEDULE A

Status	Case Number	Case	Country	Title	Patent No.	Issue Date	Appl. No.	Filing Date	Owner SWBT
Granted	S00112	2	US	User Interface and System to Facilitate Telephone Circuit Maintenance and Testing	6,687,335	03-Feb-2004	09/050,871	31-Mar-1998	Southwestern Bell Telephone Co
Published	S00112	3	US	User Interface and System to Facilitate Telephone Circuit Maintenance and Testing			10/689,077	21-Oct-2003	Southwestern Bell Telephone Co