FORM PTO-1618A Expires 06/30/99 OMB 0651-0027 12-28-1999



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RECORDATION FORM COVER SHEET

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Mail documents to be recorded with required cover sheet(s) information to:

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ASSIGNMENT OF TRADEMARKS

Peregrine Systems, Inc., a Delaware corporation, located at 12670 High Bluff Drive, San Diego, California 92130 ("Assignor"), has previously adopted and used in its business the trademarks listed on Exhibit "A" attached hereto and fully incorporated herein ("Trademarks"), for which Assignor owns the federal trademark registrations with the United States Patent and Trademark Office as listed on Exhibit "A" ("Trademark Registrations").

Assignor and Tomorrow's Integrated Systems Corporation, a California corporation, located at 12250 Parkway Centre Drive, Poway, California 92064 ("Assignee") are parties to that certain Asset Purchase Agreement, dated June 30, 1999 ("Agreement"), pursuant to which Assignor agreed to sell, transfer and assign to Assignee certain intellectual property rights, including all right, title and interest in and to the Trademarks and the Trademark Registrations.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby irrevocably assigns, transfers and conveys to Assignee all of Assignor's worldwide right, title and interest in and to the Trademarks, the Trademark Registrations (and all renewals extensions thereof), together with the goodwill of the business associated with or symbolized by the Trademarks and Trademark Registrations, and all rights to profits, damages and other relief for any past, present and future infringement of the Trademarks or Trademark Registrations, and the right to sue and collect the same for Assignee's own use and benefit and the benefit of Assignee's successors, assigns, or legal representatives. This assignment is made pursuant to terms of the Agreement.

Assignor hereby irrevocably appoints Assignee as its attorney-in-fact coupled with an interest to act in Assignor's name, place and stead to execute, deliver and record any documents or instruments of assignment or otherwise required in any country in which any of the Trademarks or Trademark Registrations are pending or issued, or in which Assignee desires to seek protection for the Trademarks or Trademark Registrations. Assignor hereby represents and warrants that it has not previously assigned, transferred, pledged, liened or otherwise encumbered any of the Trademarks or Trademark Registrations or taken any other action which would conflict with this Assignment.

IN WITNESS WHEREOF, Assignor has executed this Assignment effective as of June 30, 1999.

PEREGRINE SYSTEMS, INC.,

had To be

a Delaware Corporation

Name: Richard T. Nelson

Title: // R

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EXHIBIT "A"

<u>Trademark</u>	Registration No.	Registration Date
Fireproof	1,633,007	1/29/91
The Tourwatch Manager	1,574,531	1/2/90

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RECORDED: 12/09/1999 REEL: 002003 FRAME: 0816