

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	09/28/2012

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
QuadraMed Quantim Corporation		05/29/2013	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	QuadraMed Affinity Corporation
Street Address:	12110 Sunset Hills Road, Suite 600
City:	Reston
State/Country:	VIRGINIA
Postal Code:	20190
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	2524949	MPISPY
Registration Number:	2564804	SMARTID
Registration Number:	3383470	SMARTMANAGER
Registration Number:	2521428	SMARTMERGE
Registration Number:	3373522	SMARTPAL
Registration Number:	2607209	SMARTSCAN
Registration Number:	3396617	SMARTSWIPE
Registration Number:	3281028	SMART IDENTITY

CORRESPONDENCE DATA

Fax Number: 2028427899
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
 Phone: 2028427800

CH \$215.00 2524949

Email: trademarks@cooley.com, christoffsp@cooley.com
Correspondent Name: Susan P. Christoff
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ATTORNEY DOCKET NUMBER:	175030-202
NAME OF SUBMITTER:	Susan Mobley
Signature:	/Susan Mobley/
Date:	05/29/2013

Total Attachments: 2
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TRADEMARK ASSIGNMENT NUNC PRO TUNC

WHEREAS, QuadraMed Quantim Corporation (the "Assignor"), a Delaware corporation, adopted, used, and owned the trademarks and corresponding trademark registrations listed in Schedule A attached hereto (collectively, the "Trademarks");

WHEREAS, all Shares of Assignor were acquired by Nuance Communications, Inc. ("Nuance") as evidenced by the Stock Purchase Agreement ("Purchase Agreement") dated August 27, 2012 by Nuance and QuadraMed Holdings, LLC, the parent company of Assignor;

WHEREAS, pursuant to the Purchase Agreement, it was the intention of Assignor to convey all right, title and interest in and to the Trademarks, together with the ongoing and existing business to which the Trademarks pertain, to QuadraMed Affinity Corporation, a Delaware corporation with a principal address of 12110 Sunset Hills Road, Suite 600, Reston, Virginia 20190 (the "Assignee");

WHEREAS, the conveyance of the right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks, to the Assignee was not memorialized in writing;

NOW, THEREFORE, this *nunc pro tunc* assignment is being executed by Assignor and Assignee to clarify the ownership of the Trademarks, and to confirm that on September 28, 2012 Assignor did assign unto Assignee all rights, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks.

QUADRAMED QUANTIM CORPORATION

QUADRAMED AFFINITY CORPORATION

By: [Signature]

By: [Signature]

Name: Loren J. F. [Signature]

Name: Amanda Brno

Title: Associate General Counsel

Title: Corporate Counsel

Date: 5-29-13

Date: 5-29-13

Schedule A

Trademark	Country	Registration Date	Registration Number
MPISPY	United States	Registered 1/1/02	Registration No. 2,524,949
SMARTID	United States	Registered 4/23/02	Registration No. 2,564,804
SMARTMANAGER	United States	Registered 2/12/08	Registration No. 3,383,470
SMARTMERGE	United States	Registered 12/18/01	Registration No. 2,521,428
SMARTPAL	United States	Registered 1/22/08	Registration No. 3,373,522
SMARTSCAN	United States	Registered 8/13/02	Registration No. 2,607,209
SMARTWIPE	United States	Registered 3/11/08	Registration No. 3,396,617
SMART IDENTITY	United States	Registered 8/14/07	Registration No. 3,281,028