

02-14-2000



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name Professional Training Services, Inc.

Execution Date
Month Day Year
11111999

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other

Citizenship/State of Incorporation/Organization Pennsylvania/US

Receiving Party

Mark if additional names of receiving parties attached

Name Global Knowledge Network, Inc.

DBA/AKA/TA

Composed of

Address (line 1) One Van de Graaff Drive

Address (line 2)

Address (line 3) Burlington

Massachusetts

01803

City State/Country Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other

Citizenship/State of Incorporation/Organization Massachusetts/US

02/14/2000 DNGUYEN 00000090 75628953

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 200.00 OP

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002021 FRAME: 0411

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

Number of Properties

Enter the total number of properties involved. #

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

David W. Babner

Name of Person Signing

Signature

Date Signed

ASSIGNMENT OF TRADEMARKS

STATE OF Pennsylvania :
COUNTY OF Philadelphia : ss.

WHEREAS PROFESSIONAL TRAINING SERVICES, INC. ("Assignor"), a Pennsylvania corporation with offices at 475 Allendale Road, Suite 102, King of Prussia, Pennsylvania, 19406, United States of America, has adopted, used and is using the trademarks trademarks/service marks/trade names/trade dress shown in Schedules A and B hereto in its business;

AND WHEREAS GLOBAL KNOWLEDGE NETWORK, INC. ("Assignee"), a Massachusetts corporation with offices at One Van de Graaff Drive, Burlington, Massachusetts, 01803, United States of America, has on this date acquired from Assignor certain assets and property used in Assignor's business and is desirous of acquiring the trademarks shown in Schedules A and B hereto and any other trademarks, service marks and trade names used in such business (collectively, the "Trademarks"), the registrations and applications for registration of the Trademarks shown in Schedules A and B, and any other registrations and applications for registration of the Trademarks, and the goodwill of the business symbolized by the Trademarks;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Trademarks, together with the registrations and applications for registration of the Trademarks shown in Schedules A and B, any other registrations and applications for registration of the Trademarks, in and to all income, royalties, damages and payments now or hereafter due or payable with respect thereto and in and to all rights of action arising from the Trademarks, all claims for damages by reason of past, present and future infringement of the Trademarks and the right to sue and collect damages for such infringement, to be held and enjoyed by Assignee for its own use and benefit and for its successors and assigns as the same would have been held by Assignor had this assignment not been made, and the goodwill of the business symbolized by the Trademarks.

Dated: November 11, 1999

PROFESSIONAL TRAINING SERVICES, INC.

By Thomas Samph
Name: Thomas Samph
Title: President & CEO

Subscribed and sworn to before me on November 11, 1999.

Rose M Kaminski
Notary Public



SCHEDULE A

PROFESSIONAL TRAINING SERVICES, INC.

U.S. Trademark Applications

<u>Mark</u>	<u>Serial No.</u>	<u>Date Filed</u>
SCOUTWINGS And Design	75-628,953	January 27, 1999
SCOUTWINGS	75-628,894	January 27, 1999
SCOUTWINGS	75-627,950	January 27, 1999
INTEGRATED LEARNING SOLUTION	75-470,399	April 20, 1998
COURSEWARE EXPRESS	75-286,579	May 5, 1997

SCHEDULE B

PROFESSIONAL TRAINING SERVICES, INC.

U.S. Trademark Registrations

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
LEARNING CENTRAL	2,198,080	October 20, 1998
LEARN WHILE YOU WORK	2,272,810	August 24, 1999
ON DEMAND INTERACTIVE LEARNING	2,190,095	September 15, 1998
CUSTOMDOC	2,153,823	April 28, 1998

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