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U.S. Patent & TMOfo/TM Mail Rcpt Dt. #31

INTERNATIONAL TRADE



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DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner: Please record the attached original documents or copy thereof.

1-24-00

1. Name of conveying party(ies):
Mountain Lake Software, Inc.
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation - State California
 Other _____
 Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
 Name: Visions Technology in Education
 Address: P.O. Box 70479
Eugene, Oregon 97401
 Individual(s) Citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation - State Oregon
 Other _____
 If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designation must be a separate document from Assignment.)
 Additional name(s) & address(es) attached? Yes No

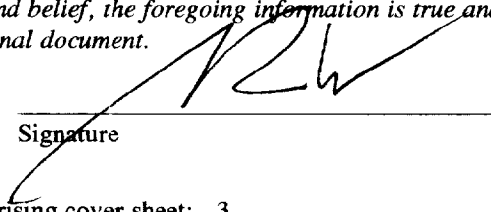
3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
 Execution Date: January 18, 2000

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 B. Trademark Registration No.(s)
 Reg. No. 1,512,140
 Reg. No. 1,923,454
 Additional numbers attached? Yes No

6. Total Number of applications and registrations involved: _____
 (\$40 first mark per document; \$25 second and subsequent marks in same document.)
 7. Total fee (37 CFR 3.41).....\$ 65.00
 Check Enclosed
 8. Authorized to charge any additional fees or credit any overpayment to Deposit Account No. 06-1325. (A duplicate copy of this authorization is **not** enclosed.)

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Sheldon R. Meyer
 Address: Fliesler, Dubb, Meyer & Lovejoy LLP
Four Embarcadero Center, Suite 400
San Francisco, CA 94111
 Telephone: (415) 362-3800

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.
Sheldon R. Meyer  _____
 Attorney or Agent Signature
 Reg. No. 27,660
 _____ January 21, 2000
 Date

10. Total number of pages comprising cover sheet: 3

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ASSIGNMENT OF TRADEMARKS AND GOODWILL

WHEREAS, Mountain Lake Software, Inc. ("Assignor"), a California corporation, organized and existing under the laws of the State of California, having its principal place of business at 298 Fourth Avenue, No. 401, San Francisco, California 94118, is the owner of all right, title and interest in and to the following trademarks, trademark registrations and pending trademark application:

U.S. Mark:	MOUNTAIN LAKE	
U.S. Reg. #/Date	U.S. Reg. No. 1,512,140	Reg. Date: 11/08/1988
Atty Docket #:	MTLP-06398US0 SRM	

U.S. Mark:	MOUNTAIN LAKE	
U.S. Reg. #/Date	U.S. Reg. No. 1,923,454	Reg. Date: 10/03/1995
Atty Docket #:	MTLP-06757US0 SRM	

Canadian Application:	MOUNTAIN LAKE	
Canadian App. #/Date	Application No. 785,097	Filed Date: 06/14/1995
Atty Docket #:	MTLP-06398CA0 SRM	

and the goodwill associated therewith for use with the associated goods and services; and

WHEREAS, Visions Technology in Education ("Assignee"), an Oregon corporation, having a business address of 76-A Centennial Loop, Eugene, Oregon 97401, is desirous of acquiring all right, title and interest in and to the above trademarks, trademark registrations and pending trademark application, for the associated goods and services, along with the goodwill of the business associated with said trademarks, trademark registrations and trademark application, and that portion of the ongoing and existing business to which the above trademark application pertains;

NOW, THEREFORE, for goods and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby sells, transfers, conveys and assigns unto Assignee, its entire right, title and interest in and to the above trademarks, trademark registrations and pending trademark application, and the goodwill of the business in connection with said trademarks, trademark registrations and pending trademark application, for the associated goods and services, and that portion of the ongoing and existing business to which the above trademark application pertains, all effective as of the date below.

ASSIGNOR

ASSIGNEE

By: Julie Richer

By: Dave O. Hoerger

Name: Julie Richer

Name: Dave Hoerger

Its: President

Its: General Manager

Date: 1/14/2000

Date: 18 January 2000