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74/414,19	7	
74/229,44	9	
74/604,57		
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REASSIGNMENT AND RELEASE OF SECURITY INTEREST

This Reassignment and Release of Security Interest is made as of August 18, 2000 by SAND HILL CAPITAL, LLC, a California limited liability company ("LENDER") to VCAMPUS CORPORATION (f/k/a UOL PUBLISHING, INC.), a Delaware corporation with a place of business at 1850 Centennial Park Drive, Suite 200, Reston, VA 20191 ("COMPANY").

Recitals

WHEREAS, COMPANY assigned certain interests in the trademarks described on Exhibit A (the "Trademarks") to LENDER under an Intellectual Property Security Agreement dated as of August 14, 1998 and recorded with the U.S. Patent and Trademark Office on August 28, 1998 at Reel No. 1773 and Frame No. 0526; and

WHEREAS, COMPANY has satisfied all its obligations to LENDER in the Intellectual Property Security Agreement, and LENDER wishes to reassign all interest that LENDER may have in the Trademarks.

Agreement

Now Therefore, LENDER hereby terminates and releases its security interest in and lien upon the Trademarks and reassigns to COMPANY, without warranty or recourse, any and all right, title and interest of LENDER in the Trademarks.

LENDER:

SAND HILL CAPITAL, LLC

Name: RABART A. JAHNSAN

Title: PRINTIPM

Dated: 8/18/00

Address: 3000 Sand Hill Road

Bldg. 2, Suite 110 Menlo Park, CA 94025

EXHIBIT A

U.S. Trademark Applications and Registrations

Application No. 75/303,964 Application No. 74/416,012

Registration No. 1,870,834 Application No. 75/284,785

Application No. 74/343,320
Application No. 75/276,281

Application No. 1,820,095

Application No. 75/221,989

Application No. 75/221,988

Application No. 75/221,984

Application No. 75/191,537

Application No. 75/191,536

Application No. 75/191,527

Application No. 74/609,017

Application No. 74/414,197

Application No. 74/229,449

Application No. 75/248,941

Application No. 75/221,990

Application No. 74/604,571

Application No. 74/620,637

Registration No. 2,005,148

Application No. 74/620,627

Registration No. 2,005,147

Application No. 74/615,197

Registration No. 2,005,128

Application No. 74/426,296

Registration No. 1,905,873

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RECORDED: 09/14/2000 REEL: 002153 FRAME: 0947