

03-28-2001



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3.15.01

**FORM COVER SHEET
TRADEMARKS ONLY**

15

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

Submission Type

Conveyance Type

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

Assignment
 Security Agreement
 Merger
 Other

License
 Nunc Pro Tunc Assignment
 Effective Date Month Day Year

Conveying Party

Mark if additional names of conveying parties attached
 Execution Date Month Day Year

Name
 Formerly
 Individual General Partnership Limited Partnership Corporation Association
 Other
 Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of conveying parties attached

Name
 DBA/AKA/TA
 Composed of
 Address (line 1)
 Address (line 2)
 Address (line 3)
 City State/Country Zip Code
 Individual General Partnership Limited Partnership Corporation Association
 Other
 Citizenship/State of Incorporation/Organization

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.)

03/27/2001 TDIAZ1 00000146 75757554
01 FC:481 40.00 TP

FOR OFFICE USE ONLY

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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

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)

<input type="text" value="751757,554"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

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.

Harold J. Milstein
Name of Person Signing

Harold Mil
Signature

3/12/01
Date Signed

TRADEMARK ASSIGNMENT

WHEREAS, Smartforce Benelux B.V. located at Hogehilweg 12E, 1101 CD Amsterdam Z.O., Netherlands, has adopted, is using or has an intent-to-use the trademark shown in Schedule 1, attached hereto, with registrations or applications in the United States Patent and Trademark Office (the "Trademarks"): and

WHEREAS, SmartForce PLC an Irish company located at Belfield Office Park Clonskeagh Dublin 4 Ireland, is desirous of acquiring said Trademarks and the registrations or applications thereof as successor in interest to the business pertaining to the Trademarks;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Smartforce Benelux B.V. does hereby assign unto SmartForce PLC, all its right, title and interest in and to said Trademarks, together with the goodwill of the business symbolized by the marks, and the registrations and applications thereof.

Date: 10/27/2000

Smartforce Benelux B.V.

By: *[Signature]*

Name: JACK HAYES

Title: Director

attachment: Schedule 1

SCHEDULE 1

TRADEMARK	APPLICATION/REGISTRATION NO.
SMARTFORCE	75/757,554

Attachment: Schedule 1

255495 v01.PA (5453011.DOC)
10/12/00 7:01 PM (25973.2000)

UNITED STATES DEPARTMENT OF COMMERCE
PATENT AND TRADEMARK OFFICE

Applicant: SmartForce PLC
(Assignee for SmartForce Benelux B.V.)

Mark: SMARTFORCE

Serial No.: 75/757,554

Filing Date: July 22, 1999

Int'l Classes: 9 and 41

Commissioner of Trademarks
2900 Crystal Drive
Arlington, VA 22202-3513

DESIGNATION OF DOMESTIC REPRESENTATIVE

Dear Sir:

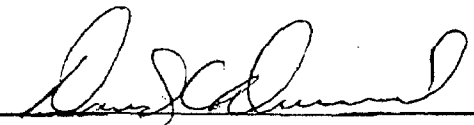
SmartForce PLC hereby designates the following attorneys, HAROLD J. MILSTEIN and SHEILA N. WEINBERGER, each a member of the Bar of the State of California, and the law firm of HELLER EHRMAN WHITE & McAULIFFE LLP, as domestic representatives upon whom may be served notices or process in proceedings affecting the registration of the mark SMARTFORCE, Serial No. 75/757,554; provided that if any one of such attorneys ceases being affiliated with the law firm of Heller, Ehrman, White & McAuliffe as partner, employee or of counsel, such attorney's appointment as domestic representative and all powers derived therefrom shall terminate on the date such attorney ceases being so affiliated.

Please address all correspondence and phone calls to:

Harold J. Milstein
HELLER EHRMAN WHITE & McAULIFFE LLP
275 Middlefield Road
Menlo Park, California 94025-3506
(650) 324-7061

Dated: 3/9, 2001

Respectfully submitted,
SMARTFORCE PLC

By: 

Name: David C. Drummond

Title: CFO


APPROVED LEGAL BY