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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Vcampus Corporation f/k/a UOL Publishing, Inc. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [X] Corporation-State [] Other Additional name(s) of conveying party(ies) attached? [] Yes [X] No

2. Name and address of receiving party(ies) Name: Experience.com, Inc. Internal Address: Street Address: One Faneuil Hall Marketplace, 3rd Fl. City: Boston State: MA Zip: 02109-1646 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [X] Corporation-State Delaware [] Other If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [] No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? [] Yes [] No

3. Nature of conveyance: [X] Assignment [] Merger [] Security Agreement [] Change of Name [] Other Execution Date: October 16, 2001

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 2,153,649 2,202,539 Additional number(s) attached [] Yes [X] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: William H. Murray, Esquire Internal Address: Duane, Morris & Heckscher, LLP Street Address: One Liberty Place City: Philadelphia State: PA Zip: 19103-7396

6. Total number of applications and registrations involved: 2 7. Total fee (37 CFR 3.41): \$ 65.00 [X] Enclosed [] Authorized to be charged to deposit account 8. Deposit account number: (Attach duplicate copy of this page if paying by deposit account)

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. Allison Z. Gifford, Esquire Name of Person Signing Signature Date November 13, 2001 Total number of pages including cover sheet, attachments, and document: 3

01/04/2002 LUWELLER 00000148 2153649

01 FC:481 02 FC:482 40.00 OP 25.00 OP

All documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 002417 FRAME: 0467

QUITCLAIM ASSIGNMENT OF TRADEMARKS

WHEREAS, on March 1, 1997, VCAMPUS CORPORATION F/K/A UOL PUBLISHING, INC., a corporation organized under the laws of the State of Delaware, with its place of business at 1850 Centennial Park Drive, Suite 200, Reston, Virginia (hereinafter referred to as "Vcampus") acquired all of the stock of IVY SOFTWARE, INC., a corporation organized under the laws of the Commonwealth of Virginia, with its place of business at 8251 Greensboro Drive, Suite 500, McLean, Virginia (hereinafter referred to as "Virginia Ivy Software"), and on September 30, 1998, Vcampus sold all of the stock of Virginia Ivy Software;

WHEREAS, on or about June 29, 1998, Vcampus caused Virginia Ivy Software to execute and deliver to Vcampus a document purporting to assign to Vcampus, *inter alia*, the entire right, title and interest in and to: (a) the trademark "EXPERIENCE"; (b) applications Serial Nos. 75/265,862 and 75/242,449 to register with the United States Patent and Trademark Office (hereinafter referred to as the "PTO"); (c) any registrations to issue from said applications (Registrations Nos. 2,153,649 and 2,202,539, respectively);

WHEREAS, the purported assignment document (a copy of which is attached hereto as Exhibit A) was recorded in the records of the PTO Assignment Branch as Reel 1762, frame 0727 as of July 13, 1998;

WHEREAS, Vcampus represents, acknowledges and concedes that it has never had any right, title or interest in or to the EXPERIENCE trademark, or the goodwill of the business pertaining thereto; U.S. trademark applications serial nos. 75/265,862 and/or 75/242,449 (the "Applications"); or the registrations thereof, nos. 2,153,649 and 2,202,539 (the "Registrations").

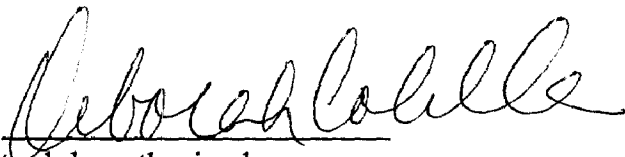
NOW, THEREFORE, Vcampus does hereby assign, release and quitclaim to Experience.com, Inc. any right, title and interest which Vcampus may have in and to: (a) the EXPERIENCE mark; (b) U.S. trademark applications serial nos. 75/265,862 and/or 75/242,449,

EXHIBIT B - PAGE 1

**TRADEMARK
REEL: 002417 FRAME: 0468**

respectively; (c) U.S. trademark registrations nos. 2,153,649 and 2,202,539; and (d) the whole of the goodwill of the business pertaining to the EXPERIENCE mark.

VCAMPUS CORPORATION F/K/A UOL PUBLISHING, INC.

BY: 
Hereunto duly authorized

Name: Deborah Colella

Title: CFO

EXHIBIT B - PAGE 2

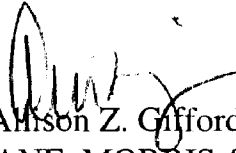
**TRADEMARK
REEL: 002417 FRAME: 0469**

November 13, 2001

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Kindly acknowledge receipt of the above by returning the enclosed prepaid self-addressed acknowledgment postcards.

Very truly yours,



Alison Z. Gifford
for DUANE, MORRIS & HECKSCHER LLP

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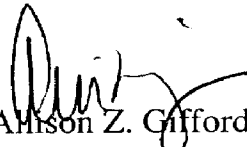
Enclosures

November 13, 2001

Page 2

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Very truly yours,



Allison Z. Gifford
for DUANE, MORRIS & HECKSCHER LLP

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Enclosures