

RECORDED

01-14-2003  
102336973

Attorney Docket No.: 42799-0148-0899

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

1. Name of conveying party(ies):

The Coriolis Group, LLC

1-8-03

2. Name and address of receiving party(ies):

Waterside Productions Inc.  
2187 Newcastle Avenue, #204  
Cardiff-by-the-Sea, CA 92007

3. Nature of conveyance:

- ☒ Assignment ☐ Merger  
☐ Security Agreement ☐ Change of Name  
☐ Other:

Execution Date: June 4, 2002

- ☐ Individual(s) citizenship:  
☐ Association:  
☐ General Partnership:  
☐ Limited Partnership:  
☒ Corporation-State: California  
☐ Other:

If assignee is not domiciled in the U.S.A., a domestic representative designation is attached: ☐ Yes; ☐ No **N/A**

(Designations must be a separate document from Assignment)

4. A. Application number(s):

76/229,355 76/133,431  
76/229,356 75/676,777  
76/229,357 75/676,141

B. Trademark Registration No.(s):

2,391,884 2,296,639  
2,388,145  
2,339,045

5. Name and address of party to whom  
correspondence document should be mailed:

Jessica N. Cohen, Esq.  
C/O TMSU  
1111 Pennsylvania Avenue, N.W.  
Washington D.C. 20004

Telephone: (212) 309-6764  
Facsimile: (212) 309-6273  
E-Mail: jcohen@morganlewis.com

6. Total number of applications and registrations involved: **[10]**

7. Total fee (37 CFR 3.41) Cal.  $\frac{1}{9} \times \$40.00 = \$$  **40.00**  
 $\frac{9}{9} \times \$25.00 = \$$  **225.00**  
Total \$ **265.00**

☒ Authorized to be charged to deposit account

8. Deposit account number: **13-4520**

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.

Jessica N. Cohen, Esq.  
Name of Person Signing

Signature

January 7, 2003  
Date

Total number of pages including cover sheet, attachments and document: **[8]**

## TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT ("Trademark Assignment") is made this 4th day of June, 2002 by The Coriolis Group, LLC, a Delaware limited liability company ("Assignor"), in favor of Waterside Productions Inc., a California corporation ("Assignee").

WHEREAS, Assignor and Assignee are parties to that certain Asset Purchase Agreement, dated as of June 3, 2002 (the "Asset Purchase Agreement"); and

WHEREAS, all of the registered trademarks and applications to register trademarks among the CIP Assets (as such term is defined in the Asset Purchase Agreement), described in Section 1.1 of the Asset Purchase Agreement and listed on Exhibit A to the Asset Purchase Agreement are set forth on Schedule I attached hereto (the "Marks"); and

WHEREAS, pursuant to the Asset Purchase Agreement, Assignor has agreed to sell, convey, transfer, assign and deliver to Assignee all of its right, title and interest in and to the Marks, together with the goodwill of the business appurtenant thereto.

NOW, THEREFORE, in consideration of the foregoing promises, for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, convey, transfer, assign, and deliver unto Assignee, its legal successors and permitted assigns, its entire right, title, and interest in and to the Marks, together with the goodwill of the business appurtenant thereto and symbolized thereby, including, but not limited to, all of Assignor's rights worldwide in and to said Marks and to file for protection of such Marks throughout the world, together with the goodwill associated therewith, and all U.S. federal, state and foreign registrations and applications for registration thereof.

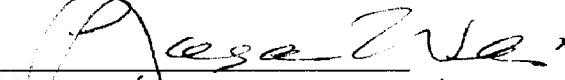
Assignor further agrees upon Assignee's reasonable request and without further consideration, but at Assignee's expense, to execute documents and/or to provide Assignee with information reasonably available to Assignor, in each case as may be reasonably necessary for Assignee to obtain, secure and protect all of the rights, title and interest to the Marks assigned, conveyed and granted by Assignor under this Assignment.

This Trademark Assignment is given pursuant to the Asset Purchase Agreement and is subject to the terms thereof, and shall not be construed to limit, alter, impair, enlarge or enhance the rights of Assignee or Assignor thereunder and is given solely for the purpose of separately evidencing the transactions contemplated thereby. Assignee may, at its own expense, record this Trademark Assignment with the United States Patent and Trademark Office or any other governmental agency having jurisdiction thereof.

[Signature page follows]

IN WITNESS WHEREOF, the parties hereto have caused this Trademark Assignment to be duly executed by their respective duly authorized representatives as of the day and year above written.

THE CORIOLIS GROUP, LLC

By:   
Name: LOGAN WAI  
Title: Authorized Person

WATERSIDE PRODUCTIONS INC.

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

IN WITNESS WHEREOF, the parties hereto have caused this Trademark Assignment to be duly executed by their respective duly authorized representatives as of the day and year above written.

**THE CORIOLIS GROUP, LLC**

By: \_\_\_\_\_  
Name: Paul J. Crecca  
Title: Vice President


**WATERSIDE PRODUCTIONS INC.**

By: William Gladstone  
Name: WILLIAM GLADSTONE  
Title: PRESIDENT

**SCHEDULE I**

| <b>MARK</b>  | <b>APPLICATION/<br/>REGISTRATION No.</b> | <b>GOODS/SERVICES</b>   | <b>STATUS</b>       |
|--|--|---|---------------------|
| CERTIFICATION<br>INSIDER<br><br>CB Matter Number:<br>400027.0016 | Registration No.<br>2,388,145            | Class 9: Computer software for use by networking professionals and other persons seeking training in the field of computer hardware and/or software; computer software that is downloadable from a global computer network for use by networking professionals and other persons seeking training in the field of computer hardware and/or software   | Registered 9/19/00  |
| CERTIFICATION<br>INSIDER<br><br>CB Matter Number:<br>400027.0017 | Registration No.<br>2,296,639            | Class 16: Computer book series, manuals and workbooks for use by networking professionals and other persons seeking training in the fields of computer hardware and/or software; magazines and newsletters for use by networking professionals and other persons seeking training in the fields of computer hardware and/or software  | Registered 11/30/99 |
| CERTIFICATION<br>INSIDER<br><br>CB Matter Number:<br>400027.0018 | Registration No.<br>2,391,884            | Class 41: Educational services, namely, conducting seminars, workshops and computer education training in the fields of computer hardware and computer software and printed materials and handouts distributed in association with the seminars, workshops and training; publication of books, manuals, workbooks for use by networking professionals and other persons seeking training in the fields of computer hardware and/or software; publication of magazines and newsletters for use by networking professionals and other persons seeking training in the fields of computer hardware and/or software | Registered 10/3/00  |
| CERTIFICATION<br>INSIDER<br><br>CB Matter Number:<br>400027.0019 | Registration No.<br>2,339,045            | Class 42: Providing an interactive computer database for network professionals in the field of computer hardware and software training via a local and global computer network  | Registered 4/4/00   |

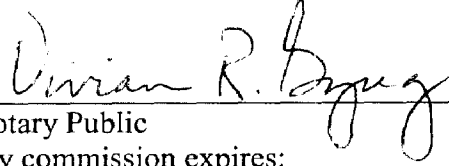
| MARK  | APPLICATION/<br>REGISTRATION NO. | GOODS/SERVICES   | STATUS  |
|---|----------------------------------|--|---|
| EXAM CRAM<br><br>CB Matter Number:<br>400027.0059 | Application No.<br>76/229,355    | Multimedia software recorded on CD-ROM, diskettes and magnetic tapes that may be downloaded from a global computer network in the field of preparation for taking standardized tests for college, graduate, technical or professional school entrance; multimedia software recorded on CD-ROM, diskettes and magnetic tapes that may be downloaded from a global computer network in the field of aptitude examinations, placement examinations, achievement examinations for college, graduate, technical or professional school; multimedia software recorded on CD-ROM, diskettes and magnetic tapes that may be downloaded from a global computer network featuring information for use by persons preparing to take professional and technical certification exams in a wide variety of topics, and printed materials and manuals distributed in association with the aforementioned software | Filed 3/22/01<br>Office Action issued 8/1/01<br>Response to Office Action filed 8/15/01<br>Confirmation of Trademark Office receipt of Response to Office Action received 8/27/01<br>Trademark Office database indicated receipt of Response to Office Action 10/5/01<br><br>CFB reviewed status of application on 11/15/01. No change noted on United States Patent and Trademark Office Database. |
| EXAM CRAM<br><br>CB Matter Number:<br>400027.0027 | Application No.<br>75/676,141    | Class 16: Printed publication, namely, books in the field of computer hardware and software for use by networking professionals and other persons seeking certification and training   | Filed 4/6/99<br>Published 5/1/01<br>Registered 7/24/01  |
| EXAM CRAM<br><br>CB Matter Number:<br>400027.0060 | Application No.<br>76/229,356    | Class 16: Printed publications, namely, books and manuals in the field of preparation for taking standardized tests for college, graduate, technical or professional school entrance; books and manuals in the field of aptitude examinations, placement examinations, achievement examinations for college, graduate, technical or professional school; books and manuals for use by persons preparing to take professional and technical certification exams in a wide variety of topics   | Filed 3/22/01<br>Letter of Suspension mailed 7/25/01<br>Response to Office Action filed 8/15/01<br>Confirmation of Trademark Office receipt of Response to Office Action received 8/27/01<br>Trademark Office database indicated receipt of Response to Office Action 10/5/01   |

| MARK   | APPLICATION/<br>REGISTRATION NO.      | GOODS/SERVICES  | STATUS   |
|--|---------------------------------------|---|--|
| <p>EXAM CRAM</p> <p>CB Matter Number:<br/>400027.0061</p>  | <p>Application No.<br/>76/229,357</p> | <p>Class 42: Educational services, namely conducting seminars and workshops in the field of preparation for taking standardized tests for college, graduate, technical or professional school entrance; conducting seminars and workshops in the field of aptitude examinations, placement examinations, achievement examinations for college, graduate, technical or professional school; conducting seminars and workshops featuring information for use by persons preparing to take professional and technical certification exams in a wide variety of topics; and printed materials and handouts distributed in association with the seminars and workshops</p> | <p>Filed 3/22/01</p> <p>Letter of Suspension mailed 7/25/01</p> <p>Response to Office Action filed 8/15/01</p> <p>Confirmation of Trademark Office receipt of Response to Office Action received 8/27/01</p> <p>Trademark Office database indicated receipt of Response to Office Action 10/5/01</p>   |
| <p>EXAM CRAM LIVE and Design</p>  <p>CB Matter Number:<br/>400027.0051</p> | <p>Application No.<br/>76/133,431</p> | <p>Class 41: Educational services, namely conducting seminars and workshops featuring information for use by computer professionals and other persons seeking certification, training and/or information in the field of computer hardware and software, and printed materials and handouts distributed in association with the seminars and workshops INTENT TO USE-- Development and dissemination of educational materials in the field of computer hardware and software; publication of books, magazines, multimedia software recorded on CD-ROM, diskettes and magnetic tapes for others in the field of computer hardware and software</p>                     | <p>Filed 9/21/00</p> <p>Office Action issued 2/5/01; Supplemental Office Action issued 2/28/01; we will respond that we believe cited application for EXAM CRAM is no longer viable and is to be abandoned; otherwise, will request application be suspended</p> <p>Response to Office Action filed 8/27/01</p> <p>Confirmation of Trademark Office receipt of Response to Office Action received 9/6/01</p> <p>CFB reviewed status of application on 11/15/01. No change noted on United States Patent and Trademark Office Database.</p> |
| <p>EXAM CRAM LIVE</p> <p>CB Matter Number:<br/>400027.0038</p>   | <p>Application No.<br/>75/676,777</p> | <p>Class 41: Educational services, namely, conducting seminars and workshops in the field of computer hardware and software and distributing course materials in connection therewith</p>   | <p>Filed 4/6/99</p> <p>Published for opposition 6/12/01</p> <p>Registered 9/4/01</p>   |

STATE OF New York

COUNTY OF Westchester

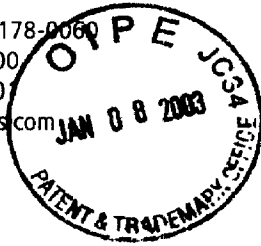
On this 4th day of June, 2002 before me appeared the above-named Logan Wai, an Authorized Person of The Coriolis Group, LLC, a Delaware limited liability company, who, being duly sworn, did depose and say that he is an authorized signatory of the limited liability company described in and which executed the foregoing instrument; that the said instrument was signed on behalf of said corporation by order of its Board of Directors; that he signed his name thereto by like order; and that he acknowledged said instrument to be the free act and deed of said corporation.

  
\_\_\_\_\_  
Notary Public  
My commission expires:

VIVIAN R. GYUG  
Notary Public, State of New York  
No. 60-4791117  
Qualified in Westchester County  
Term Expires 1/31/06



Morgan, Lewis & Bockius LLP  
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**Morgan Lewis**  
C O U N S E L O R S   A T   L A W

**Jessica N. Cohen**  
(212) 309-6764  
jcohen@morganlewis.com

January 8, 2003

**VIA HAND DELIVERY**

Commissioner for Trademarks  
Box Assignments  
2900 Crystal Drive  
Arlington, Virginia 22202-3513  
**Attention: Assignment Branch**

Re: Recordation of Trademark Assignment Document  
Our Ref.: 45390-0166-0899

Dear Madam:

We enclose for recording at the Assignment Branch a Trademark Assignment made between The Coriolis Group, LLC (conveying party) and Waterside Productions Inc. (receiving party). This document is being filed to update record title to the six (6) applications and four (4) registrations set forth on the Recordation Form Cover Sheet.

The details of this recording are set out on the enclosed Recordation Form Cover Sheet in compliance with Patent and Trademark Office rules. We also enclose a check in the amount of \$265.00 to cover the filing fee for this request. Any deficiency or overpayment should be debited from or credited to the deposit account of Morgan, Lewis & Bockius LLP, Account No. 13-4520.

Please call me if you have any questions. Thank you for your assistance.

Sincerely,

Jessica N. Cohen

Enclosures

cc: Gregory S. Shatan (w/o encls.)

Philadelphia Washington New York Los Angeles Miami Harrisburg Pittsburgh  
Princeton Northern Virginia London Brussels Frankfurt Tokyo

1-NY/1546778.1

**RECORDED: 01/08/2003**

**TRADEMARK**  
**REEL: 002647 FRAME: 0813**