

06-10-2003

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings



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

102468483

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

1. Name of conveying party(ies): BB Acquisition Corporation

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 1/25/03

2. Name and address of receiving party(ies)

Name: Blackboard Inc. Internal Address: 5th Floor Street Address: 1899 L Street, N.W. City: Washington State: DC Zip: 20036

- Individual(s) citizenship Association General Partnership Limited Partnership 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

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,067,259

Additional number(s) attached Yes No

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

Name: Peter J. Riebling, Esq. Internal Address: KMZ Rosenman East Lobby, Suite 700 Street Address: 1025 Thomas Jefferson Street N.W. City: Washington State: DC Zip: 20007-5201

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00 Enclosed Authorized to be charged to deposit account

8. Deposit account number: 50-1877

DO NOT USE THIS SPACE

9. Signature.

Peter J. Riebling, Esq. Name of Person Signing Peter Riebling Signature 5-14-03 Date

Total number of pages including cover sheet, attachments, and document: 2

06/09/2003 TBIAZ1 00000080 501877 2067259

01 FC:0521

40.00 CH

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

TRADEMARK REEL: 002748 FRAME: 0779

ASSIGNMENT OF U.S. TRADEMARK REGISTRATION

WHEREAS, BB Acquisition Corp, having an address at 1899 L Street NW, 5th floor Washington, DC 20036 ("*Assignor*"), is the owner and registrant of the mark PROMETHEUS (the "Mark") that is the subject of U.S. Registration No. 2067,259 (the "Registration") at the U.S. Patent and Trademark Office ("PTO"); and

WHEREAS, Blackboard Inc., a Delaware corporation, having an address at 1899 L Street N.W., 5th Floor, Washington, DC 20036 ("*Assignee*"), desires to acquire all of the Assignor's entire right, title and interest in and to the Mark and Registration;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, transfer, convey and assign to Assignee the entire right, title and interest, in and to the Mark and the Registration, including all of the goodwill of the business connected with the use of and symbolized by the Mark and Registration. This assignment is effective *nunc pro tunc* (now as if before) as of January 11, 2002 and is subject to the terms and conditions of the asset purchase agreement executed between Assignor and Assignee on January 11, 2002.

DATED: January 25, 2003

BB ACQUISITION CORP

By: 

Name: Andrew Harris Rosen
Title: Secretary

State of District of Columbia ss

Before me, Beth L. Fowler, on this day personally appeared Andrew Harris Rosen, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed said instrument for the purposes and consideration therein expressed. Given under my hand and official seal this 25th day of February, 2003.
3

My Commission Expires:

Notary Public:

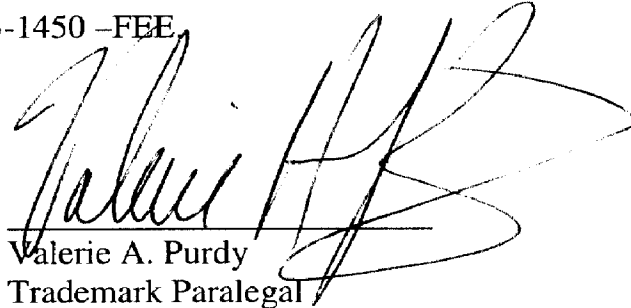


Beth L. Fowler
Notary Public, District of Columbia
My Commission Expires 03-14-2005

CERTIFICATE OF HAND DELIVERY

Date of Deposit: May 14, 2003

I hereby certify that the foregoing **Recordation of Assignment** for the mark **PROMETHEUS** (U.S. Registration No. 2067259) has been deposited with the United States Patent and Trademark Office, on the date indicated above, and is addressed to: Mail Stop Assignment Recordation Services, Director of the U.S. Patent and Trademark Office, P.O. Box 1450, Alexandria, VA 22313-1450 -FEE



Valerie A. Purdy
Trademark Paralegal
KATTEN MUCHIN ZAVIS ROSENMAN
1025 Thomas Jefferson St. N.W.
East Lobby - Suite 700
Washington, D.C. 20007
(202) 625-3649