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

102697673

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

1. Name of conveying party(ies): WACHOVIA CORPORATION 301 S. COLLEGE ST., STE. 2300 CHARLOTTE, NC 28288

2. Name and address of receiving party(ies) Name: CLASSNOTES INC. Internal Address: Street Address: 3301 C STREET, SUITE 100A City: SACRAMENTO State: CA Zip: 95816

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

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other

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

Execution Date: January 31, 2004

4. Application number(s) or registration number(s): A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,742,316

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: LERNER, DAVID, LITTENBERG, KRUMHOLZ & MENTLIK, LLP Internal Address:

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41) \$40.00

Enclosed Authorized to be charged to deposit account

Street Address: 600 South Avenue West

8. Deposit account number: 12-1095

City: Westfield State: NJ Zip: 07090

(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.

BRUCE H. SALES Name of Person Signing

Signature

March 12, 2004 Date

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

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

03/17/2004 ECOOPER 00000018 121095 2742316

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TRADEMARK REEL: 002930 FRAME: 0593

ASSIGNMENT OF TRADEMARKS

THIS TRADEMARK ASSIGNMENT is effective as of January 31, 2004.

Assignor is Wachovia Corporation, a North Carolina corporation having a place of business at 301 S. College St., Ste. 2300, Charlotte, NC 28288.

Assignee is Classnotes Inc., a Delaware corporation having a place of business at 3301 C Street, Suite 100A, Sacramento, CA 95816.

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign to Assignee all of Assignor's rights, title and interest in and to the trademarks identified below (the "Assigned Marks"), together with the goodwill of the business connected with the use of and symbolized by the Assigned Marks; the registrations thereof and rights of renewal and extension thereof; all of Assignor's common law rights in the Assigned Marks; proceeds, causes of action and rights of recovery for past, present, and future infringements of Assignor's rights in the Assigned Marks; and the right to bring any proceeding in the United States Patent and Trademark Office or any equivalent agency in any other country for cancellation, opposition or other proceeding in connection with the Assigned Marks.

Assigned Marks:

<u>Country</u>	<u>Trademark</u>	<u>Class</u>	<u>Reg. Number</u>
US	COLLEGE 101	36	2,742,316

Wachovia Corporation

By: 

Name: Carmen R. Adams

Title: Vice President

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