

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	07/17/2003

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
SmartForce		07/17/2003	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	SkillSoft Corporation
Street Address:	107 Northeastern Blvd
City:	Nashua
State/Country:	NEW HAMPSHIRE
Postal Code:	03062
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	2219544	CBTCAMPUS

**CORRESPONDENCE DATA**

Fax Number: (650)324-0638  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 650 324-7000  
 Email: sv-trademark@hellerehrman.com  
 Correspondent Name: Harold J. Milstein  
 Address Line 1: 275 Middlefield Road  
 Address Line 4: Menlo Park, CALIFORNIA 94025-3506

NAME OF SUBMITTER:	Chelseaa Larsen
Signature:	/ChelseaaLarsen/
Date:	07/15/2005

OP \$40.00 2219544

Total Attachments: 1  
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# Delaware

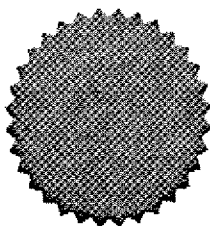
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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE CERTIFICATE OF MERGER, WHICH MERGES:

"SMARTFORCE", A DELAWARE CORPORATION,  
WITH AND INTO "SKILLSOFT CORPORATION" UNDER THE NAME OF "SKILLSOFT CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, WAS RECEIVED AND FILED IN THIS OFFICE THE SEVENTEENTH DAY OF JULY, A.D. 2003, AT 5:23 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 4024293

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DATE: 07-15-05