

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	11/23/1999

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Asymetrix Learning Systems, Inc.		11/23/1999	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	click2learn.com, inc.
Street Address:	1808 North Shoreline Blvd.
City:	Mountain View
State/Country:	CALIFORNIA
Postal Code:	94105-2669
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 4**

Property Type	Number	Word Mark
Registration Number:	2150143	TOOLBOOK II PUBLISHER
Registration Number:	1401060	ASYMETRIX
Registration Number:	1413773	ASYMETRIX
Registration Number:	1411784	SOFTWARE REDEFINED

**CORRESPONDENCE DATA**

Fax Number: (916)329-4900  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 415-773-5921  
 Email: lpartmann@orrick.com  
 Correspondent Name: Zachary S. Finley  
 Address Line 1: 405 Howard Street  
 Address Line 2: The Orrick Building  
 Address Line 4: San Francisco, CALIFORNIA 94103

ATTORNEY DOCKET NUMBER: 14988-3/1640

**TRADEMARK**

**900036320**

**REEL: 003196 FRAME: 0549**

**CH \$115.00 2150143**

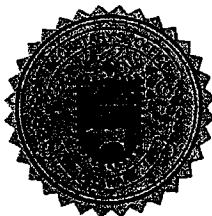
NAME OF SUBMITTER:	Zachary S. Finley
Signature:	/Zachary S. Finley/
Date:	11/17/2005
Total Attachments: 2 source=clicklea#page1.tif source=clicklea#page2.tif	

# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ASYMETRIX LEARNING SYSTEMS, INC.", CHANGING ITS NAME FROM "ASYMETRIX LEARNING SYSTEMS, INC." TO "CLICK2LEARN.COM, INC.", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF NOVEMBER, A.D. 1999, AT 12:01 O'CLOCK P.M.



2893326 8100

050846689

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4230837

DATE: 10-17-05

TRADEMARK  
REEL: 003196 FRAME: 0551

**CERTIFICATE OF AMENDMENT**  
**OF**  
**AMENDED AND RESTATED CERTIFICATE OF INCORPORATION**  
**OF**  
**ASYMETRIX LEARNING SYSTEMS, INC.**

Asymetrix Learning Systems, Inc., a Delaware corporation, does hereby certify that the following amendment to the corporation's Amended and Restated Certificate of Incorporation has been duly adopted by the corporation's Board of Directors and a majority of the stockholders in accordance with Sections 242 and 245 of the Delaware General Corporation Law:

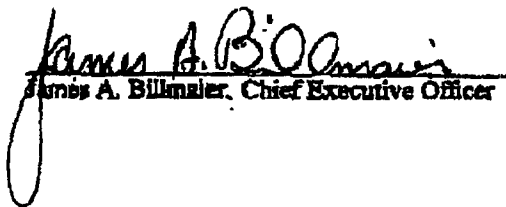
Article I of the Amended and Restated Certificate of Incorporation, relating to the name of Asymetrix Learning Systems, Inc., is amended to read in its entirety as follows:

"The name of the Corporation is click2learn.com, inc."

IN WITNESS WHEREOF, said corporation has caused this Certificate of Amendment to be signed by its duly authorized officer this 23rd day of November, 1999 and the foregoing facts stated herein are true and correct.

ASYMETRIX LEARNING SYSTEMS, INC.

By:

  
James A. Billmeyer, Chief Executive Officer