

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2006		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Element K Press LLC		12/20/2006	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Element K LLC		
Street Address:	500 Canal View Boulevard		
City:	Rochester		
State/Country:	NEW YORK		
Postal Code:	14623		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2617093	ALLIANCEPLUS	
Registration Number:	2738912	KNOWLEDGECOACH	
CORRESPONDENCE DATA			
Fax Number:	(866)947-1121		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	(585) 263-1000		
Email:	nytm@nixonpeabody.com		
Correspondent Name:	Kristen M. Walsh, Esq.		
Address Line 1:	Clinton Square, P.O. Box 31051		
Address Line 2:	Nixon Peabody LLP		
Address Line 4:	Rochester, NEW YORK 14603-1051		
ATTORNEY DOCKET NUMBER:	201969/2		
NAME OF SUBMITTER:	Kristen M. Walsh		

TRADEMARK

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Signature:	/kristenmwash/
Date:	01/11/2007
Total Attachments: 3 source=Certified Cert. of Merger of Press into EK LLC#page1.tif source=Certified Cert. of Merger of Press into EK LLC#page2.tif source=Certified Cert. of Merger of Press into EK LLC#page3.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 MERGER, WHICH MERGES:

"ELEMENT K PRESS LLC", A DELAWARE LIMITED LIABILITY COMPANY, WITH AND INTO "ELEMENT K LLC" UNDER THE NAME OF "ELEMENT K LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTIETH DAY OF DECEMBER, A.D. 2006, AT 2:12 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2006, AT 11 O'CLOCK A.M.

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 5308430

DATE: 12-26-06

TRADEMARK
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**CERTIFICATE OF MERGER
OF
ELEMENT K PRESS LLC,
a Delaware limited liability company,
with and into
ELEMENT K LLC,
a Delaware limited liability company**

Pursuant to Section 18-209 of the Delaware Limited Liability Company Act

The undersigned hereby files this Certificate of Merger in the office of the Secretary of State of Delaware and does hereby certify that:

1. The name and jurisdiction of each of the constituent entities to the merger are:
 - (i) Element K Press LLC, a limited liability company formed under the laws of Delaware; and
 - (ii) Element K LLC, a limited liability company formed under the laws of Delaware.
2. An Agreement and Plan of Merger (the "Merger Agreement") has been approved and executed by Element K Press LLC and Element K LLC.
3. The name of the surviving limited liability company in the merger herein certified is Element K LLC.
4. There shall be no amendments to the Certificate of Formation of Element K LLC.
5. The effective date and time of the merger of Element K Press LLC with and into Element K LLC shall be 11:00 a.m., Eastern Standard Time, on December 31, 2006.
6. The Merger Agreement is on file at a place of business of Element K LLC, the address of which is:

Element K LLC
500 Canal View Boulevard
Rochester, New York 14623
7. A copy of the Merger Agreement will be furnished by Element K LLC, on request and without cost, to any member of Element K Press LLC or Element K LLC.

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Merger to be duly executed by its duly authorized officer as of December 20, 2006.

ELEMENT K LLC

By:



Stephen Hoffman, Chief Executive
Officer and President