

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Sand Hill Capital, LLC		01/22/2007	LIMITED LIABILITY COMPANY: CALIFORNIA
RECEIVING PARTY DATA			
Name:	NetSchools Corporation		
Street Address:	4500 Great America Parkway, Suite 110		
City:	Santa Clara		
State/Country:	CALIFORNIA		
Postal Code:	94054		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2414988	NETSCHOOLS	
CORRESPONDENCE DATA			
Fax Number:	(312)554-8015		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(312)-554-8000		
Email:	pb@pattishall.com, kep@pattishall.com		
Correspondent Name:	Robert W. Sacoff		
Address Line 1:	311 South Wacker Drive, Suite 5000		
Address Line 4:	CHICAGO, ILLINOIS 60606		
ATTORNEY DOCKET NUMBER:	159-000-00187		
NAME OF SUBMITTER:	Phillip Barendolts		
Signature:	/pb/		
Date:	01/23/2007		

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Total Attachments: 2

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RELEASE OF SECURITY INTEREST

WHEREAS, PLATO Learning, Inc., a corporation of the State of Delaware, doing business at 10801 Nesbitt Avenue South, Bloomington, MN 55437 ("PLATO Learning"), has adopted, has used, and is using the mark NETSCHOOLS, and is the owner of Federal Trademark Registration No. 2,414,988 thereof, and is the owner of the following patents: Patent No. 6,195,687 (Master Slave Control); Patent No. 6,185,688 (Controlling Security of a computer); Patent No. 6,008,923 (Multiple Beam Communication Network);

WHEREAS, Sand Hill Capital, LLC, a limited liability company of the State of California, doing business at Building 2, Suite 110, 3000 Sand Hill Road, Menlo Park, CA 94025 ("Sand Hill"), pursuant to that certain Agreement between PLATO Learning and Sand Hill dated March 18, 1999, was granted a security interest in the said marks and the said registrations (the "Security Interest");

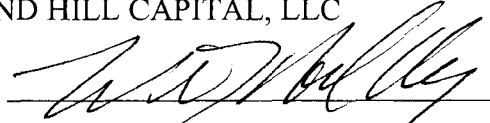
WHEREAS, Sand Hill acknowledges that the conditions precedent to the release of Sand Hill's aforesaid security interest have been satisfied;

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Sand Hill does hereby release PLATO Learning from the Security Interest, including but not limited to a release of any and all security interest(s) in or against Federal Trademark Registration No. 2,414,988 and the mark subject thereto, and U.S. Patent No. 6,195,687 (Master Slave Control); Patent No. 6,185,688 (Controlling Security of a computer); and Patent No. 6,008,923 (Multiple Beam Communication Network).

Sand Hill represents and warrants that it has not assigned any claims or obligations covered by this Release to any other party. Sand Hill will sign a Release of U.C.C. Financing Statement if such a statement was filed with a public agency.

Dated: 1/22/07

SAND HILL CAPITAL, LLC

By: 

Printed Name: William J. Del Biaggio III

Title: manager