

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Zavata, Inc.		07/05/2007	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Think Service, Inc.		
Street Address:	102 South Tejon Street		
Internal Address:	Suite 1200		
City:	Colorado Springs		
State/Country:	COLORADO		
Postal Code:	80903		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3253840	STI KNOWLEDGE	
CORRESPONDENCE DATA			
Fax Number:	(719)633-8477		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	719 634 5700		
Email:	mfagin@sparkswillson.com		
Correspondent Name:	Michele B. Fagin		
Address Line 1:	24 S. Weber Street		
Address Line 2:	Suite 400		
Address Line 4:	Colorado Springs, COLORADO 80903		
ATTORNEY DOCKET NUMBER:	3801/030		
NAME OF SUBMITTER:	Michele B. Fagin		
Signature:	/Michele B. Fagin/		

CH \$40.00 3253840

Date:

07/23/2007

Total Attachments: 3

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BILL OF SALE

Sale and Transfer of Optioned Assets. For good and valuable consideration, the receipt, adequacy and legal sufficiency of which are hereby acknowledged, and as contemplated by Section 1.9(a)(i) of that certain Option to Purchase Assets dated July 5, 2006 (the "Agreement"), to which Zavata, Inc., a Delaware corporation ("Zavata"), and Think Service, Inc., a Delaware corporation ("TSI"), are parties, Zavata hereby sells, assigns, transfers, delivers and conveys to TSI, the Optioned Assets, as described and defined in Section 1.2 of the Agreement, free and clear of all security interests, pledges, mortgages, liens, charges and encumbrances, which Optioned Assets are also set forth on Exhibit A attached hereto.

IN WITNESS WHEREOF, Zavata has executed this Bill of Sale as of the 5th day of July 2007.

ZAVATA, INC.

By: Chermain Saman
Name: Chermain Saman
Title: E.V.P.

EXHIBIT A

OPTIONED ASSETS

All of the following:

(a) All of Zavata's right, title, and interest in and to the Optioned Courses (as defined below), including, but not limited to, copyright (common law or registered), content, ideas, trade secrets, and information that comprise the Optioned Courses. The "*Optioned Courses*" include:

Certified Help Desk Professional	instructor led, online, webinar
Certified Help Desk Manager	instructor led, webinar
Certified Help Desk Director	instructor led, webinar
Certified Instructor	instructor led, webinar
Certified Knowledge Management	instructor led, webinar
Certified Field Support Technician	instructor led webinar
Certified Team Lead	instructor led, online, webinar
Certified Call Center Manager	instructor led, webinar
Certified Call Center Professional	instructor led, online, webinar
CORE2000	

(b) All of Zavata's right, title, and interest in and to the trademarks and service marks associated with and used to identify, market, promote, and sell the Optioned Courses (the "*Optioned Marks*"), to the extent of such association, including, but not limited to the following trademarks and service marks:

STI Knowledge (subject to Section 1.3 of the Agreement)
CORE2000
e>Support Certification
STI Knowledge Center
Total Contact Ownership
HelpDesk2000

(c) The following domain name (the "*Optioned Domain Name*"):helpdesk2000.com.

(d) A list of all current and past customers of Zavata who have purchased any of the Optioned Courses in the two-year period immediately preceding the Effective Date, including the name, contact information and list of products and services purchased by date as reflected in Zavata's records (the "*Customer List*").

(e) All phone numbers used by Zavata exclusively in connection with marketing and sale of the Courses and in providing customer service to customers of the Courses (the "*Optioned Phone Numbers*").

(f) All information, studies, reports, databases, sales history information, customer lists, prospect lists, books, records, files, plans, creative materials, and similar items relating to the Optioned Courses (the "*Pipeline*").

(g) All of the advertising and marketing materials, promotional literature, marketing language, course descriptions, marketing research, and similar items relating to the Business (as hereafter defined) including, but not limited to, copyright (common law or registered), content, and ideas, and information that comprise such materials (the "**Marketing Materials**").

(h) All claims, choses in action, causes of action, and judgments of Zavata relating to the Optioned Courses, Optioned Marks, Optioned Domain Name, Optioned Phone Numbers, Customer List, Pipeline, and Marketing Materials.

For purposes of this Exhibit A, capitalized terms, not defined herein, shall have the meanings ascribed to them in the Agreement.