

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
General Electric Capital Corporation	FORMERLY Transamerica Business Credit Corporation	06/27/2007	CORPORATION: DELAWARE
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 S Wacker Drive, Suite 5000		
Address Line 4:	CHICAGO, ILLINOIS 60606		
ATTORNEY DOCKET NUMBER:	00159-00187		
NAME OF SUBMITTER:	Phillip Barendolts		
Signature:	/pb/		
Date:	09/04/2007		

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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, Minnesota 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); and Copyright Registration No. TX-5-122-804 (Academic Information Systems (AIS 1.1.)) (collectively, said marks and registrations are referred to herein as the "Assets").

WHEREAS, Transamerica Business Credit Corporation, a Delaware Corporation, formerly doing business at 225 North Michigan Avenue, Chicago, Illinois 60601 ("Transamerica"), pursuant to that certain Agreement between PLATO Learning and Transamerica dated August 10, 1999, was granted a security interest (the "Security Interest") in the Assets;

WHEREAS, Transamerica's security interests in the Assets were transferred to General Electric Capital Corporation ("GE Capital") pursuant to that certain Amended and Restated Stock and Asset Purchase Agreement dated August 4, 2003 between GE Capital, as Purchaser, and certain affiliates of Transamerica, as Sellers.

WHEREAS, GE Capital acknowledges that the conditions precedent to the release of the Security Interest have been satisfied;

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged:

1. GE Capital does hereby release the Security Interest in the Assets.

2. GE Capital represents and warrants that it has not assigned any claims or obligations covered by this Release to any other party.

3. GE Capital hereby authorizes PLATO Learning and grants to PLATO Learning a limited power of attorney to file UCC termination statements on GE Capital's behalf terminating the Security Interest in the Assets. GE Capital agrees to sign a UCC termination statement terminating the Security Interest in the Assets if PLATO Learning provides copies thereof to GE Capital for signature within thirty days of the date of this Release.

**General Electric Capital Corporation, as successor in
interest to Transamerica Business Credit Corporation**

Dated: June 27, 2007

By: 

Name: Michael A. Gaudino

Title: Vice President