

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
ePALS Classroom Exchange, Inc.		02/08/2008	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
Name:	ePALS, Inc.		
Street Address:	13625-A Dulles Technology Dr.		
City:	Herndon		
State/Country:	VIRGINIA		
Postal Code:	20171		
Entity Type:	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
Property Type	Number	Word Mark	
Serial Number:	78527869	SCHOOL-SAFE EMAIL	
Registration Number:	3018867	EPALS CLASSROOM EXCHANGE	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(864)255-9831		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	864-250-2260		
Email:	ip@nelsonmullins.com		
Correspondent Name:	Neil C. Jones		
Address Line 1:	1320 Main Street, 17th Floor		
Address Line 4:	Columbia, SOUTH CAROLINA 29201		
ATTORNEY DOCKET NUMBER:	28849/00001		
NAME OF SUBMITTER:	Neil C. Jones		
Signature:	/Neil C. Jones/		
Date:	02/08/2008		

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Total Attachments: 2

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**Trademark Assignment**

**WHEREAS**, ePALS Classroom Exchange, Inc., a Delaware Corporation, with its principal place of business at 70 Soundview Drive, Easton, CT 06612, United States of America ("Assignor"), has adopted, owns and has used the Mark: EPALS CLASSROOM EXCHANGE ("the Mark") in connection with the following goods and/or services: in international class 38 for communication services, namely providing electronic mail communications services between school, classrooms, teachers and students for educational purposes; providing multi-user access for educational purposes to global computer information networks; and in international class 41 for providing information in the field of education over a global computer network, namely, lesson plans, project ideas, educational matters, greeting cards and links to other sites; and

**WHEREAS**, Assignor owns a federal registration for the Mark on the Principal Register of the United States Patent and Trademark Office in connection with the goods and/or services identified therein, Registration No. 3,018,867, registered on November 29, 2005; and

**WHEREAS**, ePALS, Inc., a Delaware Corporation, with its principal place of business at 13625-A Dulles Technology Dr., Herndon, VA 20171, United States of America ("Assignee"), has acquired the whole right, title and interest to the Mark and the above-referenced Registration, together with the goodwill of the business symbolized by the Mark;

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby confirms that it has sold, assigned and transferred to Assignee all right, title and interest in and to the Mark, together with the goodwill of the business symbolized by the Mark, and the registration thereof.

ePALS Classroom Exchange, Inc.

By: Victoria McEachern  
Name: Victoria McEachern  
Title: General Manager

Dated: February 8, 2008

SUBSCRIBED and SWORN to before me this 8<sup>th</sup> day of February, 2008.

[Signature]  
Notary Public

My Commission Expires: \_\_\_\_\_

**Trademark Assignment**

**WHEREAS**, ePALS Classroom Exchange, Inc., a Delaware Corporation, with its principal place of business at 70 Soundview Drive, Easton, CT 06612, United States of America ("Assignor"), has adopted, owns and has used the Mark SCHOOL-SAFE EMAIL ("the Mark") in connection with the following goods and/or services: computer software programs and user manuals supplied therewith, namely, software for ensuring the security of electronic mail containing safety and language translation features for users at the preschool, primary, and secondary educational levels; and

**WHEREAS**, Assignor has applied to register the Mark on the Principal Register of the United States Patent and Trademark Office in connection with the above-described goods and/or services, Application Serial No. 78/527,869 filed on December 6, 2004; and

**WHEREAS**, ePALS, Inc., a Delaware Corporation, with its principal place of business at 13625-A Dulles Technology Dr., Herndon, VA 20171, United States of America ("Assignee"), has acquired the whole right, title and interest to the Mark, and the pending application, together with the goodwill of the business symbolized by the Mark;

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby confirms that it has sold, assigned and transferred to Assignee all right, title and interest in and to the Mark, together with the goodwill of the business symbolized by the Mark, and the pending application for registration.

ePALS Classroom Exchange, Inc.

By: Victoria McEachern  
Name: Victoria McEachern  
Title: General Manager

Dated: February 8, 2008

SUBSCRIBED and SWORN to before me this 8<sup>th</sup> day of February, 2008.

Gloria Sak  
Notary Public

My Commission Expires: \_\_\_\_\_

