

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
SkillSoft Corporation		02/09/2009	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	SkillSoft Ireland Limited		
<b>Street Address:</b>	Block 7, Belfield Office Park, Clonskeagh		
<b>City:</b>	Dublin 4		
<b>State/Country:</b>	IRELAND		
<b>Entity Type:</b>	Private Limited Company: IRELAND		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	3251459	BOOKS24X7	
Registration Number:	2606163	REFERENCEWARE	
Registration Number:	2530833	BOOKS24X7.COM	
Registration Number:	1931084	MODERN AGE BOOKS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(603)641-2351		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	(603)627-8119		
<b>Email:</b>	ipadm@sheehan.com		
<b>Correspondent Name:</b>	Douglas G. Verge		
<b>Address Line 1:</b>	1000 Elm Street		
<b>Address Line 2:</b>	P. O. Box 3701		
<b>Address Line 4:</b>	Manchester, NEW HAMPSHIRE 03105-3701		
<b>ATTORNEY DOCKET NUMBER:</b>	12683-10019		
<b>DOMESTIC REPRESENTATIVE</b>			

CH \$115.00 3251459

Name:  
Address Line 1:  
Address Line 2:  
Address Line 3:  
Address Line 4:

NAME OF SUBMITTER:	Douglas G. Verge
Signature:	/Douglas G. Verge/
Date:	03/03/2009

**Total Attachments: 7**  
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TRADEMARK ASSIGNMENT

For good and valuable consideration, the receipt of which is hereby acknowledged, SkillSoft Corporation, a Delaware corporation having a place of business at 107 Northeastern Boulevard, Nashua, New Hampshire 03062 and Books24x7.com, Inc. a Massachusetts corporation having a place of business at 100 River Ridge Drive, Norwood, Massachusetts 02062 (together with SkillSoft, "Sellers"), the absolute legal and beneficial owners of the trademark applications and/or registrations identified on Schedule A, including the goodwill of the business connected with the use of, and symbolized by, said marks, hereby assign to SkillSoft Ireland Limited, a private limited company organized under the laws of Ireland ("Buyer"), Sellers' entire right, title and interest in and to the trademark applications and/or registrations identified on Schedule A and the trademarks which are the subject thereof, including the goodwill of the business connected with the use of, and symbolized by, said marks, and the right to recover for past infringement of the trademarks. Buyer hereby accepts said Assignment.

Each Seller further agrees, for itself, its successors and assigns, to execute such further documents and to perform such further lawful acts as may reasonably be requested by Buyer to effectuate this Assignment.

The Assignment set forth herein is made and accepted on February 9, 2009 and shall be governed by the laws of the State of Delaware.

*[Remainder of page left intentionally blank]*

Witness my hand and seal this 9th day of February, 2009.

SKILLSOFT CORPORATION

Charles Moran  
Name: Charles Moran  
Title: CEO/President

STATE OF NEW HAMPSHIRE

County of Hillsborough

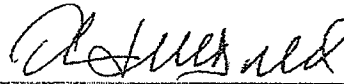
On this 5<sup>th</sup> day of February, 2009, before me, the undersigned notary public, personally appeared Charles Moran, proved to me through satisfactory evidence of identification, which was personal knowledge, to be the person whose name is signed on the preceding document, and acknowledged to me that he signed it voluntarily for its stated purpose.

[affix seal]

Ann T. Mangolfin  
Notary Public  
My commission expires: December 3, 2013

Witness my hand and seal this 9th day of February, 2009.

BOOKS24X7.COM, INC.



Name: THOMAS J MCDONALD  
Title: CFO

STATE OF NEW HAMPSHIRE

County of Hillsborough

On this 5<sup>th</sup> day of February, 2009, before me, the undersigned notary public, personally appeared Thomas J. McDonald, proved to me through satisfactory evidence of identification, which was personal knowledge, to be the person whose name is signed on the preceding document, and acknowledged to me that he signed it voluntarily for its stated purpose.

[affix seal]



Notary Public

My commission expires: December 3, 2013

Buyer hereby accepts this Trademark Assignment.

SKILLSOFT IRELAND LIMITED

By: El Walsh  
Name: ELAINE WALSH  
Title: DIRECTOR.

Signature of witness: Julian Mills

Name: JULIAN MILLS

Address: Fitzwilton House

Wilton Place, Dublin 2

Occupation: Solicitor

**Schedule A**  
**Assignment of Trademarks**

Trademark	Country	Status	Application/ Registration No.	Registrant	Class
Books24x7	Australia	Application Allowed	1128173	Books24X7.com, Inc.	42
Books24x7	Canada	Application Filed	1313049	Books24X7.com, Inc.	42
Books24x7	CTM	Published	5243316	Books24X7.com, Inc.	42/35/41
Books24X7	Hong Kong	Application Filed	301007496	Books24X7.com, Inc.	42
Books24x7	India	Application Filed	1631725	Books24X7.com, Inc.	41
Books24x7	New Zealand	Application Filed	752706	Books24X7.com, Inc.	42
Books24x7	US	Registered	3251459	Books24X7.com, Inc.	42
Referenceware	US	Renewing TM	2606163	Books24X7.com, Inc.	41
KNOWLEDGENET	Australia		893461	SkillSoft Corporation	41
SKILL BUILDER	Australia		738930	SkillSoft Corporation	9
SkillPort	Australia	Registered	876488	SkillSoft Corporation	09/41/42
SkillSoft	Australia	Registered	876548	SkillSoft Corporation	09/41/42
SKILL BUILDER	Benelux		620851	SkillSoft Corporation	9, 16
KNOWLEDGENET	Canada		TMA580360	SkillSoft Corporation	41
NETG	Canada		616899	SkillSoft Corporation	41
SKILL BUILDER	Canada		472869	SkillSoft Corporation	9, 16
SKILLSOFT in Chinese Characters	China	Being Filed		SkillSoft Corporation	
NETG	Denmark		VA200303462	SkillSoft Corporation	41
SkillPort	CTM	Registered	2107092	SkillSoft Corporation	42
SKILL BUILDER	CTM		1311703	SkillSoft Corporation	9
NETG	France		43271630	SkillSoft Corporation	41
SKILL BUILDER	France		94548408	SkillSoft Corporation	9, 16
NETG	Germany		30346732	SkillSoft Corporation	41
SKILL BUILDER	Germany		39401702	SkillSoft Corporation	9, 16
SKILL BUILDER	Ireland		169566	SkillSoft Corporation	9, 16
SKILL BUILDER	Italy		790470	SkillSoft Corporation	9
NETG	New Zealand		682971	SkillSoft Corporation	41
SKILL BUILDER	New Zealand		B275678	SkillSoft Corporation	9
NETG	South Africa		2003-06193	SkillSoft Corporation	41
NETG	Ukraine		44183	SkillSoft Corporation	9, 16, 41
KNOWLEDGE COMMUNICATION	US		2937219	SkillSoft Corporation	41
KNOWLEDGENET	US		2433993	SkillSoft Corporation	41
LEARNFLOW	US		3139499	SkillSoft Corporation	41
NETG	US		1768942	SkillSoft Corporation	41
NETGLEARNING	US		2913670	SkillSoft Corporation	41
SKILL BUILDER	US		1694128	SkillSoft Corporation	9
WAVE	US		2975518	SkillSoft Corporation	41
RolePlay	US	Registered	2560551	SkillSoft Corporation	42
RolePlay	US	Registered	2566310	SkillSoft Corporation	09
Search-and-Learn	US	Registered	2580718	SkillSoft Corporation	42
Search-and-Learn	US	Registered	2514076	SkillSoft Corporation	09
SkillPort	US	Registered	2611913	SkillSoft Corporation	42
SkillPort	US	Registered	2,457,251	SkillSoft Corporation	09
SkillSoft	US	Registered	2469531	SkillSoft Corporation	09

Trademark	Country	Status	Application/ Registration No.	Registrant	Class
SkillSoft	US	Registered	2827570	SkillSoft Corporation	41
SkillSoft	US	Registered	2667976	SkillSoft Corporation	42
SkillView	US	Registered	2140071	SkillSoft Corporation	9
Accelerated Path	US		2477449	SkillSoft Corporation	41
Accelerated Path	US		2477443	SkillSoft Corporation	09
APPLIED LEARNING	US		1515886	SkillSoft Corporation	41
ECAMP WAVE	US		2492069	SkillSoft Corporation	41
E-Learning for the Knowledge Economy	US		2586037	SkillSoft Corporation	09/41
GOV EXPERT NOW	US		78/730,628	SkillSoft Corporation	41
K & design	US		2669667	SkillSoft Corporation	41
KNOWLEDGENET & design	US		1814768	SkillSoft Corporation	9
KNOWLEDGENET & design	US		1802448	SkillSoft Corporation	42
NETG KNOWLEDGE NOW	US		n/a	SkillSoft Corporation	9, 41, 42
NetUniversity	US		2507404	SkillSoft Corporation	09
PRECISION SKILLING	US		2668565	SkillSoft Corporation	9
RESOUND	US		2750001	SkillSoft Corporation	38
RESOUND	US		2755786	SkillSoft Corporation	42
RESOUND & design	US		2892525	SkillSoft Corporation	38
RESOUND & design	US		2752554	SkillSoft Corporation	42
RolePlay	US		3553944	SkillSoft Corporation	09
RolePlay	US		3553942	SkillSoft Corporation	42
Skillview.com	US		2511691	SkillSoft Corporation	42
SPECTRUM INTERACTIVE and design	US		1539154	SkillSoft Corporation	9
THE CE CREDIT CARD	US		2576000	SkillSoft Corporation	41
THE CE LIBRARY CARD	US		2573517	SkillSoft Corporation	41
VIRTUALROM	US		n/a	SkillSoft Corporation	42
K & design	Australia		893462	SkillSoft Corporation	41
N design for National Education Corporation	Australia		459995	SkillSoft Corporation	16
N design for National Education Corporation	Australia		459994	SkillSoft Corporation	41
NETG and Box design	Australia		751055	SkillSoft Corporation	41
NETG KNOWLEDGE NOW	Australia		1034543	SkillSoft Corporation	9, 41
NETG and Box design	Colombia		232138	SkillSoft Corporation	9
NETG and Box design	Colombia		232139	SkillSoft Corporation	16
NETG and Box design	Colombia		232140	SkillSoft Corporation	41
SKILL BUILDER	Colombia		232135	SkillSoft Corporation	9
SKILL BUILDER	Colombia		232136	SkillSoft Corporation	16
SKILL BUILDER	Colombia		232137	SkillSoft Corporation	41
A APPLIED LEARNING & design	Germany		1145082	SkillSoft Corporation	41
Books24x7	Hong Kong		300706491	Books24X7.com, Inc.	42



Trademark	Country	Status	Application/ Registration No.	Registrant	Class
Books24x7.com	US		2530833	Books24X7.com, Inc.	42
Modern Age Books	US		1931084	Books24X7.com, Inc.	9
ElementEssentialsFrancais	France	Registered	73472789	Books24X7.com, Inc.	41
Express Guide	India	Application Filed	1665743	SkillSoft Corporation	9, 41
Search-and-Learn	India	Application Filed	1621581	SkillSoft Corporation	9, 42
SkillChoice	India	Application Filed	1621579	SkillSoft Corporation	9, 41
SkillPort	India	Application Filed	1621580	SkillSoft Corporation	9, 42
SkillSoft	India	Application Filed	621578	SkillSoft Corporation	9, 41, 42