

**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>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
TerriblyClever Design, LLC		07/09/2009	LIMITED LIABILITY COMPANY: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Blackboard Inc.		
<b>Street Address:</b>	650 Massachusetts Ave., NW		
<b>Internal Address:</b>	6th Floor		
<b>City:</b>	Washington		
<b>State/Country:</b>	DISTRICT OF COLUMBIA		
<b>Postal Code:</b>	20001		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	77712933	TERRIBLYCLEVER	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(202)295-1130		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Email:</b>	rebecca.mcdougall@kattenlaw.com		
<b>Correspondent Name:</b>	Katten Muchin Rosenman LLP		
<b>Address Line 1:</b>	2900 K Street, NW		
<b>Address Line 2:</b>	Suite 200		
<b>Address Line 4:</b>	Washington, DISTRICT OF COLUMBIA 20007		
<b>ATTORNEY DOCKET NUMBER:</b>	330496.00001		
<b>NAME OF SUBMITTER:</b>	Rebecca E. McDougall		
<b>Signature:</b>	/Rebecca E. McDougall/		

CH \$40.00 77712933

Date:

07/10/2009

Total Attachments: 1

source=Terribly Clever Assignment of US Trademark Application#page1.tif

**ASSIGNMENT OF U.S. TRADEMARK APPLICATION**


WHEREAS, TerriblyClever Design, LLC, having an address at 55 Hawthorne Street, Suite 470, San Francisco CALIFORNIA 94104 ("Assignor"), is the owner and applicant for the mark TERRIBLYCLEVER (the "Mark") that is the subject of U.S. Application. Serial Number 77712933 (the "Application") at the U.S. Patent and Trademark Office ("PTO"); and

WHEREAS, Blackboard Inc., a Delaware corporation, having an address at 650 Massachusetts Avenue, N.W., 6<sup>th</sup> Floor, Washington, DC 20001 ("Assignee"), desires to acquire all of the Assignor's entire right, title and interest in and to the Mark and Application;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, transfer, convey and assign to Assignee the entire right, title and interest, in and to the Mark and the Application, including all of the goodwill of the business connected with the use of and symbolized by the Mark and Application together with all income, royalties and damages hereafter due or payable to Assignor with respect to the Mark including without limitation, the right to sue and collect damages and payments for past, present and future infringements.

DATED: July 9, 2009

**TERRIBLYCLEVER DESIGN, LLC**

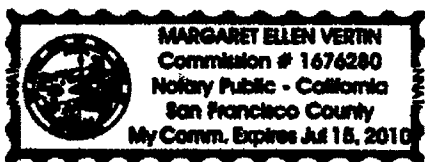
By:   
Name: Kayvon Beykpour  
Title: CEO / Co-Founder

State of California )  
  ) ss  
County of San Francisco )

On July 9, 2009, before me, Margaret Ellen Vertin, personally appeared Kayvon B. Beykpour, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument. I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct. WITNESS my hand and official seal.

My Commission Expires:

Notary Public:



Margaret Ellen Vertin  
Margaret Ellen Vertin