

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Techskills LLC		05/19/2010	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Marquette Capital Fund I, LP
Street Address:	60 South Sixth Street
Internal Address:	Suite 3510
City:	Minneapolis
State/Country:	MINNESOTA
Postal Code:	55402
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	2862569	EDGIA
Registration Number:	3024842	THE KNOWLEDGE TRANSFER COMPANY
Registration Number:	2433681	ENETMANAGER
Registration Number:	2526890	ENETINSTRUCTOR
Serial Number:	78591392	CAREERFORGE
Registration Number:	3543219	CORPORATE EDUCATION GROUP
Serial Number:	85022910	TECHSKILLS
Serial Number:	85023007	TECHSKILLS

CORRESPONDENCE DATA

Fax Number: (414)298-8097
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 4142988230
 Email: asmyczek@reinhartlaw.com

CH \$215.00 2862569

Correspondent Name: Alec Smyczek
Address Line 1: 1000 N. Water Street
Address Line 2: Suite 1700
Address Line 4: Milwaukee, WISCONSIN 53202

ATTORNEY DOCKET NUMBER:	060289-0006
NAME OF SUBMITTER:	Alec D. Smyczek
Signature:	/Alec D. Smyczek/
Date:	06/09/2010

Total Attachments: 4
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NOTICE OF SECURITY INTEREST IN TRADEMARKS

THIS NOTICE OF SECURITY INTEREST IN TRADEMARKS is made the 19th day of May, 2010 by and between MARQUETTE CAPITAL FUND I, LP, a Delaware limited partnership, in its capacity as collateral agent (in such capacity, the "Collateral Agent") for the Investors (as defined below) and TECHSKILLS LLC, a Delaware limited liability company (the "Company").


The Company and the Collateral Agent acknowledge the following:

- A. Pursuant to a Note Purchase Agreement dated as of the date hereof, Marquette Capital Fund I, LP, Chrysalis Techskills Investment Corporation and the investors from time to time party thereto (collectively with Marquette Capital Fund I, LP and Chrysalis Techskills Investment Corporation, the "Investors") have purchased, and the Company has sold, senior subordinated notes and warrants on the terms and conditions set forth therein.
- B. The Company and the Collateral Agent have executed a Subordinated Security and Pledge Agreement dated as of the date hereof (the "Security Agreement").
- C. The Company owns the trademarks (the "Trademarks") listed on Exhibit A attached hereto, which Trademarks have been granted by, or applications therefor are pending before, the United States Patent and Trademark Office.
- D. The Company has granted to the Collateral Agent a security interest in the Trademarks on the terms and conditions set forth in the Security Agreement to secure the payment and performance of the Secured Obligations (as defined in the Security Agreement).
- E. Pursuant to the Security Agreement, the Company has granted to the Investors a security interest in and to all of the Trademarks and applications therefor, now owned or from time to time after the date hereof owned or acquired by the Company, and in and to all proceeds and benefits thereof.

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IN WITNESS WHEREOF, the parties have executed this Notice of Security Interest in Trademarks as of the date first written above.

Address:
108 Wild Basin Road #150
Austin, TX 78746

TECHSKILLS LLC
BY 
Name: STEVE DECARSON
Title: CEO

MARQUETTE CAPITAL FUND I, LP

BY MARQUETTE CAPITAL PARTNERS,
LLC, its general partner

Address:
60 South Sixth Street, Suite 3510
Minneapolis, MN 55402

BY _____
Name: _____
Title: _____

Signature Page to Notice of Security Interest in Trademarks

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Address:
108 Wild Basin Road #150
Austin, TX 78746

TECHSKILLS LLC

BY _____
Name: _____
Title: _____

MARQUETTE CAPITAL FUND I, LP

BY MARQUETTE CAPITAL PARTNERS,
LLC, its general partner

Address:
60 South Sixth Street, Suite 3510
Minneapolis, MN 55402

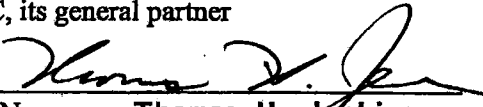

BY 
Name: Thomas H. Jenkins
Title: Managing Member

EXHIBIT A
TRADEMARKS

Title	Serial No.	Registration No.	Registration Date
EDGIA	78/198,265	2,862,569	07/13/2004
THE KNOWLEDGE TRANSFER COMPANY	78/198,271	3,024,842	12/06/2005
eNETMANAGER	76/035,663	2,433,681	03/06/2001
eNETINSTRUCTOR	76/035,102	2,526,890	01/08/2002
CAREERFORGE	78/591,392	N/A	N/A
Corporate Education Group and Mark		3,543,219	12/09/2008

TRADEMARK APPLICATIONS

Trademark Application	Application Filing Date	Application Serial Number
TECHSKILLS	04/26/2010	85022910
	04/26/2010	85023007