

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Skillsoft Public Limited Company		05/26/2010	Public Limited Company: IRELAND
RECEIVING PARTY DATA			
Name:	SkillSoft Limited		
Street Address:	Belfield Office Park, Clonskeagh		
City:	Dublin		
State/Country:	IRELAND		
Postal Code:	4		
Entity Type:	Private Company: IRELAND		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	3013960	EXPRESS GUIDE	
Registration Number:	3320857	LIVEEQUATIONS	
Registration Number:	3265686	SKILLBLEND	
Registration Number:	3051645	SKILLCHOICE	
Registration Number:	3432549	SKILLSTUDIO	
Registration Number:	3646016	THE SKILLSOFT LEARNING GROWTH MODEL	
CORRESPONDENCE DATA			
Fax Number:	(603)641-2392		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	603-627-8132		
Email:	ipadm@sheehan.com		
Correspondent Name:	Daniel K. Fink		
Address Line 1:	1000 Elm Street, P.O. Box 3701		
Address Line 4:	Manchester, NEW HAMPSHIRE 03105		

CH \$165.00 3013960

900176536

**TRADEMARK
 REEL: 004422 FRAME: 0663**

ATTORNEY DOCKET NUMBER:	12683-10019
DOMESTIC REPRESENTATIVE	
Name:	Daniel K. Fink
Address Line 1:	1000 Elm Street, PO Box 3701
Address Line 4:	Manchester, NEW HAMPSHIRE 03105
NAME OF SUBMITTER:	Daniel K. Fink
Signature:	/Daniel K. Fink/
Date:	11/30/2010
Total Attachments: 4 source=Name Change#page1.tif source=Name Change#page2.tif source=Name Change#page3.tif source=Name Change#page4.tif	

Number 148294

Certificate of Incorporation on re-registration as a private company

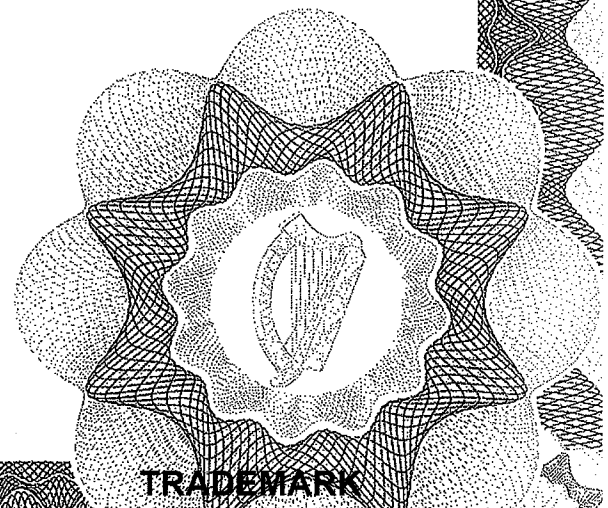
I hereby certify that

SKILLSOFT LIMITED

has this day been re-registered under the Companies
Acts 1963 to 2006 as a private company, and
that the company is limited.

Given under my hand at Dublin, this
Wednesday, the 23rd day of June, 2010


for Registrar of Companies



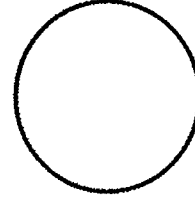
TRADEMARK
REEL: 004422 FRAME: 0665

76

Application by a public limited company for re-registration as a private company

Please do not write in this binding margin

Pursuant to section 14(1) of the Companies (Amendment) Act, 1983.



Companies Registration Fee Stamp to be impressed here.

Please complete legibly, preferably in black type, or by black ink

*Insert full name of Company

Name of company

Skillssoft Public Limited Company	Limited
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hereby applies to be re-registered as a private company under the Companies Acts, 1963 to 1983, by the name of Skillssoft Limited

and, for that purpose, delivers the undermentioned document(s) for registration under the said Acts.

Signed *D Mooney*

(Director) (Secretary) + Date 26 May 2010

+Delete as appropriate

FOR AND ON BEHALF OF
MILTON SECRETARIAL LIMITED
DOCUMENT(S) DELIVERED FOR REGISTRATION WITH THIS APPLICATION

1 Copy of the special resolution in accordance with section 14 of the Companies (Amendment) Act, 1983, that the company be re-registered as a private company (unless previously presented for registration).

2 Printed copy of the memorandum and articles as altered by the special resolution.

Presenter's name, address and reference (if any): Mason Hayes+ Curran, South Bank House, Barrow Street, Dublin 4

Special resolution

Section 141 Companies Act 1963
Section 249A Companies Act 1990 (inserted by section 107 Company Law Enforcement Act 2001)
Regulation 9 European Communities (Single-Member Private Limited Companies) Regulations 1994
Companies Act 1990 (Form and Content of Documents Delivered to Registrar) Regulations 2002

Companies Acts 1963 to 2009

Company number

1 4 8 2 9 4

G1

Please complete using black typescript or BOLD CAPITALS, referring to explanatory notes

Company name

In full

Skillsoft Public Limited Company

Limited

Resolution(s)

notes one and two

The following special resolution(s) was/were duly passed:

See attached

on Day 26 Month 05 Year 2010

NACE Code -
note three

In writing:

- pursuant to section 141(8) or
- pursuant to Reg.9 European Communities (Single-Member Private Limited Companies) Regulations 1994 or

At a meeting:

- an Annual General Meeting or
- an Extraordinary General Meeting

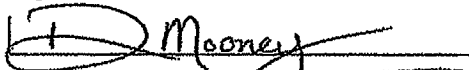
duly convened and held at:

Certification

note four

I hereby certify that the particulars contained in this form are correct and have been given in accordance with the Notes on Completion of Form G1.

Signature



Name *In block letters or typescript*

DEIRDRE MOONEY

Director

Secretary *note two*

Date

26/05/10

Presenter details

note five

Name

Address

DX number

Telephone number

Email

Mason Hayes+Curran

South Bank House, Barrow Street, Dublin 4

11

DX exchange Dublin

016145000

Fax number 016145001

Reference number

TRADEMARK

Attachment to Form G1

- (i) That the Company, being a public limited company, be re-registered pursuant to section 14 of the Companies (Amendment) Act 1983 as a private company limited by shares; and
- (ii) That subject to and with effect from re-registration as a private company limited by shares, the Memorandum and Articles of Association of the Company contained in the printed document attached hereto and marked for identification purposes with the letter "A" be and are hereby adopted as the new Memorandum and Articles of Association of the Company in substitution for and to the exclusion of all existing Memorandum and Articles of Association.