

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT			
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT			
EFFECTIVE DATE:	08/31/2010			
CONVEYING PARTY DATA				
	Name	Formerly	Execution Date	Entity Type
	Academic Superstore, Ltd., a Texas limited partnership		12/06/2010	LIMITED PARTNERSHIP: TEXAS
RECEIVING PARTY DATA				
Name:	JEM Acquisition Corp.			
Street Address:	9625 West 76th Street			
City:	Eden Prairie			
State/Country:	MINNESOTA			
Postal Code:	55344			
Entity Type:	CORPORATION: DELAWARE			
PROPERTY NUMBERS Total: 1				
	Property Type	Number	Word Mark	
Registration Number:	2515893	ACADEMIC SUPERSTORE		
CORRESPONDENCE DATA				
Fax Number:	(612)233-1317			
Phone:	6128501688			
Email:	fax@noakspa.com			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>				
Correspondent Name:	North Oaks Patent Agency			
Address Line 1:	45 Island Road			
Address Line 4:	North Oaks, MINNESOTA 55127			
ATTORNEY DOCKET NUMBER:	D33-269-01-US			
NAME OF SUBMITTER:	Shawn B. Dempster			

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 REEL: 004663 FRAME: 0095**

Signature:	/Shawn B Dempster/
Date:	11/18/2011
Total Attachments: 1 source=101206 TM Assignment -Academic Superstore LTD Signed#page1.tif	

ASSIGNMENT

On September 1, 2010, Journey Education Marketing, Inc., a Texas corporation ("*JEM*"), , having offices located at 13755 Hutton Drive, Suite 500, Dallas, Texas 75234, its affiliated company Academic Superstore, Ltd., a Texas limited partnership ("*ASA*"), its other affiliated companies, and its shareholders, entered into an asset purchase agreement (the "*Agreement*") with JEM Acquisition Corp. (the "*Purchaser*") and its parent company, Digital River, Inc. ("*Digital River*"), both Delaware corporations having a place of business at 9625 West 76th Street, Eden Prairie, MN 55344. The *Agreement* had an effective date of August 31, 2010.

Based upon the *Agreement*, *ASA* hereby irrevocably assigns to *Purchaser*, *nunc pro tunc* and effective August 31, 2010, the entire worldwide right, title and interest in the U.S. and foreign trademark applications (collectively the "*Trademarks*") identified as:

Full Mark	Application Number	Application Date	Registration Number
Academic Superstore	75/908,416	2/2/2000	2,515,893

Such right, title and interest in the *Trademarks*, includes, without limitation:

- (i) the rights and privileges of based on usage of the *Trademarks*, together with the good will of the business symbolized by the *Trademarks*, and any registrations that may be granted by the United States or any other jurisdiction, including any logo or design incorporating or using any of the words or designs comprising the *Trademarks*;
- (ii) the rights to file applications for registration, to be granted registrations, and to claim priority to any previously filed applications or registrations for the *Trademarks* in all jurisdictions;
- (iii) the rights to income, royalties, damages, and payments now or hereafter due or payable for use of any of the *Trademarks*; and
- (iv) the right to sue, counterclaim, and recover for applicable past, present and future infringement of any of the *Trademarks*.

ASA, on behalf of itself, its successors, assigns, or other legal representatives, covenants and agrees to execute, without additional consideration, but at the expense of *Digital River*, such further documents deemed necessary by *Digital River* or its affiliates to secure, protect, enforce, and record such *Trademarks* in any and all jurisdictions.

December 6, 2010

Date



Michael Fischler, CEO
Academic Superstore, Ltd.