

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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
Journey Education Marketing, Inc.		12/14/2010	CORPORATION: 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: 5

Property Type	Number	Word Mark
Serial Number:	75134120	
Registration Number:	2038957	CCV
Registration Number:	2107998	WE PLUG YOU INTO THE WORLD OF LEARNING!
Registration Number:	2284555	
Registration Number:	2200243	EDVIZ

CORRESPONDENCE DATA

Fax Number: (612)233-1317
 Phone: 6128501688
 Email: fax@noakspa.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
 Correspondent Name: North Oaks Patent Agency
 Address Line 1: 45 Island Road
 Address Line 4: North Oaks, MINNESOTA 55127

OP \$140.00 75134120

ATTORNEY DOCKET NUMBER:	D33-272-01-US
NAME OF SUBMITTER:	Shawn B. Dempster
Signature:	/Shawn B Dempster/
Date:	11/18/2011
Total Attachments: 2 source=101214 CCV Assignment fr JEM to DR#page1.tif source=101214 CCV Assignment fr JEM to DR#page2.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 companies, and its shareholders, entered into an asset purchase agreement (the "Asset Purchase 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.

On February 8, 2008, JEM had previously entered into a merger agreement (the "Merger Agreement") with CCV Software, Inc., a West Virginia corporation, having offices located at 3324 Penn Avenue, Charleston, West Virginia 25302 ("*CCV*") and its shareholders ("*CCV Shareholders*") in which all of CCV's assets were merged with and into JEM, including the Trademarks identified in Attachment A.

Based upon the Asset Purchase Agreement, *JEM* 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:

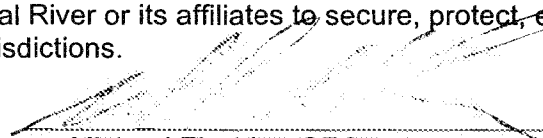
See Attachment A

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.

JEM, 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 14, 2010
Date


Michael Fischler, CEO
Journey Education Marketing, Inc.

Attachment A

Full Mark	Application Number	Application Date	Registration Number
CCV	75/080,658	3/29/1996	2,038,957
WE PLUG YOU INTO THE WORLD OF LEARNING	75/134,105	7/15/1996	2,107,998
	75/134,120	7/15/1996	
	75/379,124	10/24,1997	2,284,555
EDVIZ	75/166,665	12/23/1997	2,200,243