

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Orchard Learning, Inc.		11/08/2011	CORPORATION: MISSOURI
RECEIVING PARTY DATA			
Name:	Orchard Learning, LLC		
Street Address:	500 West Annandale Road		
City:	Falls Church		
State/Country:	VIRGINIA		
Postal Code:	22201		
Entity Type:	LIMITED LIABILITY COMPANY: VIRGINIA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3383398	ORCHARD SOFTWARE	
Registration Number:	3463542	PRACTICEPLANET	
CORRESPONDENCE DATA			
Fax Number:	(612)766-1600		
Phone:	6127667348		
Email:	smeyer@faegre.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:	Sue Meyer, Faegre & Benson		
Address Line 1:	90 South Seventh Street		
Address Line 2:	2200 Wells Fargo Center		
Address Line 4:	minneapolis, MINNESOTA 55402-3901		
ATTORNEY DOCKET NUMBER:	402924		
NAME OF SUBMITTER:	Sue Meyer		
Signature:	/Sue Meyer/		

OP \$65.00 3383398

Date:

12/02/2011

Total Attachments: 2

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ASSIGNMENT OF TRADEMARKS

This Assignment is effective the 8th day of November, 2011, between Orchard Learning, Inc., a Missouri corporation ("Assignor"), and Orchard Learning, LLC, a Virginia limited liability company ("Assignee"),

Assignor, is the owner of the entire title in the United States trademarks and trademark applications set forth in Appendix A (the "Trademarks") and in the goodwill associated therewith.

Assignee wishes to own the entire title in the Trademarks and in the goodwill associated therewith.

THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee its entire title in and to said Trademarks and all goodwill associated therewith.

This document shall be construed, interpreted and applied in accordance with the laws of the State of Delaware.

IN WITNESS THEREOF, the parties have caused their respective corporate names to be affixed hereto and this instrument to be signed by their duly authorized officers as of the day and year written below.

ASSIGNOR: ORCHARD LEARNING, INC.

SIGNATURE: Bettina S. Callaway

NAME: Bettina S. Callaway

TITLE: President

WITNESS SIGNATURE: Lewis M. Costello

NAME: Lewis M. Costello

APPENDIX A

<i>Description of Intellectual Property</i>	<i>Country of Registration</i>	<i>Registration Number(s)</i>	<i>Registration Office(s)</i>	<i>Registration Date(s)</i>
ORCHARD SOFTWARE	USA	3383398	USA	02/12/2008
PRACTICEPLANET	USA	3463542	USA	07/08/2008