

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Collateral Assignment/Release of Lien		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BMO Harris Bank National Association		11/07/2011	Bank: ILLINOIS
RECEIVING PARTY DATA			
Name:	Orchard Learning, Inc.		
Street Address:	301 Meadow Brook Estates		
City:	Wentzville		
State/Country:	MISSOURI		
Postal Code:	63385		
Entity Type:	CORPORATION: MISSOURI		
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:	130927		
NAME OF SUBMITTER:	Sue Meyer		

OP \$65.00 3383398

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**TRADEMARK
 REEL: 004671 FRAME: 0454**

Signature:	/Sue Meyer/
Date:	12/02/2011
Total Attachments: 2 source=20111107 Collateral Assignment Release of Lien#page1.tif source=20111107 Collateral Assignment Release of Lien#page2.tif	

COLLATERAL ASSIGNMENT/RELEASE OF LIEN

This Collateral Assignment/Release of Lien is effective as of November 7, 2011 ("Effective Date").

WHEREAS, Orchard Learning, Inc., a Missouri corporation ("OLI") entered into a Trademark Collateral Assignment and Security Agreement dated as of March 20, 2009 ("Security Agreement") with SOUTHWEST BANK, AN M&I BANK, ("Southwest Bank"), pursuant to which the OLI assigned certain Trademark Collateral and granted a security interest in the Trademark Collateral including, but not limited to, the trademarks listed in Annex A (capitalized terms not otherwise defined herein shall have the meanings set forth in the Security Agreement);

WHEREAS, the Security Agreement was recorded in the U.S. Patent and Trademark Office on April 15, 2009, at Reel 3970, Frame 0926; and

WHEREAS, BMO Harris Bank N.A. ("Bank") is the successor by merger to M&I Marshall & Ilsley Bank, successor by merger to Southwest Bank and is the current party to and holder of the Security Agreement; and

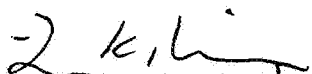
WHEREAS, Bank proposes to assign its rights in the Trademark Collateral and to release its lien on the Trademark Collateral.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1) As of the Effective Date, Bank hereby assigns transfers and conveys to OLI and OLI accepts all Bank's right, title and interest in, to and under each item of the Trademark Collateral, the exclusive right to apply for, own, and maintain all applications, registrations or renewals for the Trademark Collateral and all benefits, privileges, causes of action, claims and remedies arising out of or relating to the Trademark Collateral, the exploitation thereof, and the use and ownership of any of the Trademark Collateral. For the avoidance of doubt, although the definition of Trademark Collateral includes Associated Goodwill, in the event that the foregoing assignment of the Trademark Collateral is deemed ineffective to transfer all of the goodwill associated with the Trademark Rights to OLI, Bank further hereby assigns all of the goodwill of the business symbolized by the Trademark Rights to OLI.

2) As of the Effective Date, Bank, hereby releases any and all security interests the Bank has in the Trademark Collateral, including without limitation, the Trademark Collateral, and the Security Agreement is hereby terminated and rendered null, void and without any further force or effect.

BMO HARRIS BANK, N.A.

By: 
Name: BRIAN K. DICKMANN
Title: SVP

SCHEDULE A

Registered Trademarks

<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