

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
Bright Of America, LLC		05/23/2011	LIMITED LIABILITY COMPANY:

RECEIVING PARTY DATA	
Name:	Bright International, LLC
Doing Business As:	DBA Bright of America
Street Address:	Box 881
City:	Prospect
State/Country:	KENTUCKY
Postal Code:	40059
Entity Type:	LIMITED LIABILITY COMPANY: KENTUCKY

PROPERTY NUMBERS Total: 8		
Property Type	Number	Word Mark
Registration Number:	3038050	BRIGHT OF AMERICA
Registration Number:	3054278	
Registration Number:	2831732	PRACTICE PALS
Registration Number:	2834123	LAP LEARNER
Registration Number:	2685645	FLIP & LEARN
Registration Number:	2594707	PRACTICE POWER
Registration Number:	937600	BRIGHT OF AMERICA
Registration Number:	3739808	STAR SCHOLAR

CORRESPONDENCE DATA	
Fax Number:	(877)415-6053
Phone:	3043428888
Email:	info@brightofamerica.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent

OP \$215.00 3038050

via US Mail.

Correspondent Name: James Ullum
Address Line 1: Box 881
Address Line 4: Prospect, KENTUCKY 40059

NAME OF SUBMITTER:	James Ullum
Signature:	/james ullum/
Date:	01/30/2012
Total Attachments: 2 source=Trademarks Bill of Sale, 23May11#page1.tif source=Trademarks Bill of Sale, 23May11#page2.tif	

BILL OF SALE AND ASSIGNMENT

THIS BILL OF SALE AND ASSIGNMENT (this "Bill of Sale") is made, executed and delivered on this 23rd day of May, 2011 by Bright of America, LLC, a Delaware limited liability company ("Seller").

WHEREAS Seller and Christina Y. Ullum ("Purchaser") entered into a Purchasing Agreement (the "Agreement") for the transfer of certain items which are listed on Exhibit A of the Agreement (the "Purchased Assets");

WHEREAS Purchaser assigned her rights to acquire the Purchased Assets to Bright International, LLC, a Kentucky limited liability company ("Recipient");

NOW THEREFORE, for the consideration described in the Agreement, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound:

1. Seller hereby sells, assigns, conveys, transfers, delivers and sets over to Recipient, its successors and assigns, all of Seller's right, title and interest in and to all of the Purchased Assets to Bright International, LLC, a Kentucky limited liability company, its successors and assigns, to and for its own use and advantage forever.
2. Except as disclosed in Sections V.1 and VII.7 of Exhibit A of the Purchase Agreement, Seller represents that it is the sole owner of the Purchased Assets transferred hereby and has good and marketable title thereto, free and clear of all security interests, liens, restrictions, pledges, encumbrances, and rights to use or possession whatsoever, and does hereby bind itself, its successors and assigns, to forever defend by these presents the title to the property transferred hereby unto Purchaser, its successors and assigns, from and against every person whomsoever claiming or to claim the same or any part thereof.

IN WITNESS WHEREOF, Seller has caused this Bill of Sale to be duly executed as of the day and year first above written.

BRIGHT OF AMERICA, LLC ("Seller")

By: 

Frederick H. Shuart, Jr.
Vice President

EXHIBIT A

PURCHASED ASSETS

I. Active Service Marks and Trademarks

- 1) Bright of America (3,038,050), (991,009)
- 2) Flag Logo (3,054,278)
- 3) Practice Power (2,594,707)
- 4) Practice Pals (2,831,732)
- 5) Lap Learner (2,834,123)
- 6) Flip & Learn (2,685,645)
- 7) Star Scholar (3,739,808)

II. Inactive Service Marks and Trademarks

- 1) Bright of America (937,600)
- 2) Flag Logo (1,316,052), (1,066,700), (1,060,472)
- 3) Math Fast Facts (2,773,974)
- 4) Domino Discover (2,773,973)
- 5) Poster Pals (2,712,025)
- 6) Magna Pocket (1,460,018)
- 7) Happy Corkers (1,217,956)
- 8) Ring-A-Lings (1,491,266)
- 9) Jolly Jingles (1,454,437)
- 10) Treasure Chest (1,477,841)
- 11) Insta-Bows (1,435,819)
- 12) Trace-A-Shape (1,453,727)
- 13) Locker Poster (1,436,938)
- 14) All-Bright (1,230,342)
- 15) Magna Plaques (1,216,503)
- 16) Perma Posters (1,106,096)
- 17) America Mark (1,008,170)
- 18) Best Recipes File (1,014,668)
- 19) Lincoln House (1,285,648), (1,061,016)
- 20) "Furid Raiser To The Nation" (1,088,913)
- 21) Creative American Corporation (1,204,636), (1,220,108)
- 22) America The Beautiful (966,079)
- 23) Greenbrier Studios (1,120,489)
- 24) Bright-Print (1,079,824)
- 25) Bright-Memo Board (1,060,321)
- 26) Poster Coaster Plaque & Snack Mat (1,214,479)
- 27) Select-A-Plan (1,059,624)
- 28) Graphic-Clocks (1,186,634)
- 29) The Gift Tree (1,043,559)
- 30) Value Kit (1,205,215), (985,184)
- 31) Bright Write-Velopes (969,654)