

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	04/05/2012		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Atomic Learning, Inc.		04/05/2012
			Entity Type
			CORPORATION: MINNESOTA
RECEIVING PARTY DATA			
Name:	Atomic Learning, Inc.		
Street Address:	15088 22nd Avenue NE		
City:	LITTLE FALLS		
State/Country:	MINNESOTA		
Postal Code:	56345		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 3			
	Property Type	Number	Word Mark
	Registration Number:	2943752	ATOMIC LEARNING
	Registration Number:	2943745	ATOMIC LEARNING
	Registration Number:	3452520	ATOMIC TRAINING
CORRESPONDENCE DATA			
Fax Number:	2027995144		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	2027994000		
Email:	gregory.esau@dlapiper.com		
Correspondent Name:	Ryan C. Compton		
Address Line 1:	500 Eighth Street, NW		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20004		
ATTORNEY DOCKET NUMBER:	ATOMIC LEARNING		

OP \$90.00 2943752

NAME OF SUBMITTER:	Ryan C. Compton
Signature:	/Ryan C. Compton/
Date:	04/20/2012
Total Attachments: 3 source=DEFiledCertMerger#page1.tif source=DEFiledCertMerger#page2.tif source=DEFiledCertMerger#page3.tif	

# Delaware

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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"ATOMIC LEARNING, INC.", A MINNESOTA CORPORATION,  
WITH AND INTO "ATOMIC HOLDINGS, INC." UNDER THE NAME OF "ATOMIC LEARNING, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTH DAY OF APRIL, A.D. 2012, AT 4:21 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIFTH DAY OF APRIL, A.D. 2012, AT 11 O'CLOCK P.M.


A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 9485294

DATE: 04-05-12

TRADEMARK  
REEL: 004762 FRAME: 0085

**CERTIFICATE OF MERGER  
OF  
ATOMIC HOLDINGS, INC.**

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation, organized and existing under and by virtue of the General Corporation Law of Delaware,

DOES HEREBY CERTIFY:

1. That the name and state of incorporation of each of the constituent corporations of the merger are as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
Atomic Holdings, Inc.	Delaware
Atomic Learning, Inc.	Minnesota

2. The agreement of merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8, Section 252 of the General Corporation Law of the State of Delaware.

3. That the name of the surviving corporation of the merger is Atomic Holdings, Inc., a Delaware corporation, and thereafter the surviving corporation's name shall be amended to Atomic Learning, Inc.

4. That the Certificate of Incorporation of Atomic Holdings, Inc., the Delaware corporation which will survive the merger, shall be the Certificate of Incorporation of the surviving corporation.

5. The authorized capital stock of the Minnesota constituent corporation is 100,000 shares, without par value.

6. The merger has been approved by the Board of Directors and necessary shareholders of Atomic Holdings, Inc.

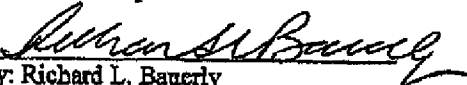
7. The merger shall be effective at 11:00 p.m. Eastern Standard Time on April 5, 2012.

8. The executed Agreement of Merger is on file at the offices of the surviving entity at 15088 22nd Avenue NE, Little Falls, MN 56345.

9. A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

IN WITNESS WHEREOF, the undersigned surviving corporation has executed  
this Certificate of Merger as of the 5th day of April, 2012.

ATOMIC HOLDINGS, INC.  
a Delaware corporation

  
By: Richard L. Bauerly  
Its: President

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