

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

|   |  |                |                       |
|---|--|----------------|-----------------------|
| SUBMISSION TYPE:  | NEW ASSIGNMENT                               |                |                       |
| NATURE OF CONVEYANCE:   | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL |                |                       |
| <b>CONVEYING PARTY DATA</b>   |  |                |                       |
| Name  | Formerly                                     | Execution Date | Entity Type           |
| Curriculum Advantage, Inc.  |  | 12/31/2008     | CORPORATION: DELAWARE |
| <b>RECEIVING PARTY DATA</b>   |  |                |                       |
| Name:   | DRJ, LLC                                     |                |                       |
| Street Address:   | 1500 Claycomb Road                           |                |                       |
| City:   | Wayne  |                |                       |
| State/Country:  | NEBRASKA                                     |                |                       |
| Postal Code:  | 68787  |                |                       |
| Entity Type:  | LIMITED LIABILITY COMPANY: NEBRASKA          |                |                       |
| <b>PROPERTY NUMBERS Total: 1</b>  |  |                |                       |
| Property Type   | Number                                       | Word Mark      |                       |
| Registration Number:  | 3063978                                      | INET LIBRARY   |                       |
| <b>CORRESPONDENCE DATA</b>  |  |                |                       |
| Fax Number:   | 4029526870                                   |                |                       |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>   |  |                |                       |
| Phone:  | 402-341-3070                                 |                |                       |
| Email:  | trademark@mcgrathnorth.com                   |                |                       |
| Correspondent Name:   | Tracy L. Deutmeyer                           |                |                       |
| Address Line 1:   | 1601 Dodge St., Ste. 3700                    |                |                       |
| Address Line 4:   | Omaha, NEBRASKA 68102                        |                |                       |
| NAME OF SUBMITTER:  | Tracy L. Deutmeyer                           |                |                       |
| Signature:  | /Tracy L. Deutmeyer/                         |                |                       |
| Date:   | 08/27/2012                                   |                |                       |
| Total Attachments: 3<br>source=DRJ, LLC Asset Purchase and Software License Agreement#page1.tif<br>source=DRJ, LLC Asset Purchase and Software License Agreement#page2.tif<br>source=DRJ, LLC Asset Purchase and Software License Agreement#page3.tif |  |                |                       |

OP \$40.00 3063978

**ASSET PURCHASE AND SOFTWARE LICENSE AGREEMENT**

THIS ASSET PURCHASE AND SOFTWARE LICENSE AGREEMENT (this "Agreement") is entered into by Curriculum Advantage, Inc. ("CAI"), a Delaware corporation having principal offices located at 2885 Crestwood Parkway, Suite 200, Duluth, Georgia 30096 and DRJ, LLC, a Nebraska Limited Liability Company, having principal offices located at 1500 Claycomb Road, Wayne, Nebraska 68787 ("DRJ").

**BACKGROUND**

CAI is engaged in the development, production and distribution of education software used by public and private schools under trade names that include INET.

CAI has determined that it is in its best interest to terminate the continued development and support of its INET education website.

DRJ desires to acquire all rights to certain of the INET related assets and obtain a perpetual license to the INET source code, database and web application.

The Parties agree as follows:

1. **Sale of INET Assets.** CAI shall sell and DRJ shall purchase the following assets (the "Purchased Assets"):

[REDACTED]

(c) All rights to the INET business conducted by CAI, including all goodwill relating to such business, but excluding any software.

(d) Any INET trademarks, patterns, drawings, designs and graphics, which may or may not exist, and relate to the development or sale of INET, including source files for logos, and the original source files for brochures and other marketing materials on an "AS IS" basis.

(e) All rights in and to the url for the INET websites, *DC*  
[www.inetlibrary.com](http://www.inetlibrary.com) and [www.inventivecomm.com](http://www.inventivecomm.com), and [INETCLASSROOM.COM](http://INETCLASSROOM.COM)

The Purchased Assets will not include any Licensed Software (which software is being licensed to DRJ in accordance with Section 8).

2. [REDACTED]

**responsibility for any and all liabilities or obligations related to the Purchased Assets and Licensed Software, including, but not limited to, customer care and support; maintenance of the INET website database, web application and server; and assumption of a License Agreement with Data Pipe for hosting services for the INET web application (collectively, the "Assumed Liabilities").**

**3. Transfer at closing. The closing of the purchase and sale of the Purchased Assets will occur on December 31, 2008 (the "Closing"). At the Closing, CAI shall transfer to DRJ, free and clear of any lien, claim or encumbrance, all of the assets enumerated in Section 1.**

**4. Purchase price. In consideration of the transfer of the Purchased Assets to DRJ, DRJ shall pay CAI** [REDACTED]

(a) [REDACTED]

(i)  
(ii)  
(iii) [REDACTED]

**5. Representations and Warranties.**

(a) CAI is a corporation duly organized, validly existing and in good standing under the laws of the State of Delaware.

(b) [REDACTED]

(d) CAI has good and marketable title to the Purchased Assets, free and clear of any liens, claims, encumbrances, rights or equities whatsoever of any third party. DRJ will receive complete and exclusive right, title, and interest in and to the Purchased Assets.

(e) [REDACTED]

DRJ:

DRJ, LLC  
1500 Claysomh Road  
Wayne, NE 68787

Attention: Dennis Jensen


CAI:

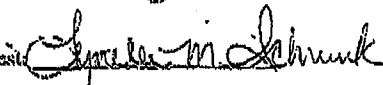
CURRICULUM ADVANTAGE, INC.  
3885 Crestwood PKWY, Suite 200  
Daluth, GA 30096

Attention: Lindsey Cook

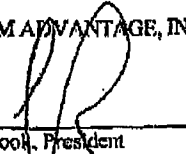
IN WITNESS WHEREOF, the parties hereto, thereunto duly authorized, have executed this Purchase and License Agreement as an instrument under seal as of the date set forth above.

DRJ, LLC

By:   
Dennis Jensen, President

Attest: 

CURRICULUM ADVANTAGE, INC.

By:   
Lindsey Cook, President

Attest: 