

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CERTIFICATE OF CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
LEARN.COM, INC.		01/20/2011	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	LEARN.COM LLC		
Street Address:	500 Oracle Parkway		
City:	Redwood City		
State/Country:	CALIFORNIA		
Postal Code:	94065		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 9			
Property Type	Number	Word Mark	
Registration Number:	3576012	APPMARKET	
Registration Number:	3623376	BOARDCENTER	
Registration Number:	3545827	FORMFLOW	
Registration Number:	3892521	L	
Registration Number:	3964376	LEARN.COM	
Registration Number:	2856016	LEARNCENTER	
Registration Number:	2837624	MENTOR	
Registration Number:	2837623	MENTOR	
Registration Number:	2310277	THE ANSWER CENTER	
CORRESPONDENCE DATA			
Fax Number:	4155760300		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	415-576-0200		
	jhughes@kilpatricktownsend.com,		

OP \$240.00 3576012

Email: choffman@kilpatricktownsend.com  
Correspondent Name: John A. Hughes  
Address Line 1: Two Embarcadero Center, 8th Floor  
Address Line 2: KILPATRICK TOWNSEND & STOCKTON LLP  
Address Line 4: San Francisco, CALIFORNIA 94111

ATTORNEY DOCKET NUMBER:	89864-850077
NAME OF SUBMITTER:	John A. Hughes
Signature:	/jah/
Date:	04/19/2013

Total Attachments: 2  
source=033264\_TLEO\_Learn\_com\_Certificate\_of\_Conversion\_(Inc\_to\_LLC)\_DE\_Evidence\_(PALIB2\_5317645\_2)  
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source=033264\_TLEO\_Learn\_com\_Certificate\_of\_Conversion\_(Inc\_to\_LLC)\_DE\_Evidence\_(PALIB2\_5317645\_2)  
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# Delaware

PAGE 1

*The First State*


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "LEARN.COM, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "LEARN.COM, INC." TO "LEARN.COM LLC", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF JANUARY, A.D. 2011, AT 4:55 O'CLOCK P.M.

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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: 8528161

DATE: 01-31-11


TRADEMARK  
REEL: 005010 FRAME: 0701

**CERTIFICATE OF CONVERSION**  
**FROM A CORPORATION TO A LIMITED LIABILITY COMPANY**  
**PURSUANT TO SECTION 266**  
**OF THE DELAWARE GENERAL CORPORATION LAW**

The undersigned, being duly authorized to execute and file this Certificate of Conversion for the purposes of converting a Delaware corporation to a Delaware limited liability company pursuant to §266 of the Delaware General Corporation Law, does hereby certify as follows:

1. The name of the corporation is Learn.com, Inc.
2. The date on which the original Certificate of Incorporation was filed with the Secretary of State is February 10, 1999.
3. The name of the limited liability company into which the corporation is herein being converted is "Learn.com LLC."
4. The conversion has been approved in accordance with the provisions of §266 of the Delaware General Corporation Law.
5. The effective date of the conversion is January 1, 2011 for accounting purposes only.

**IN WITNESS WHEREOF**, the undersigned has executed this Certificate of Conversion on this 20<sup>th</sup> day of January, 2011.

  
\_\_\_\_\_  
Jonathan Faddis, Secretary