

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>		NEW ASSIGNMENT	
<b>NATURE OF CONVEYANCE:</b>		ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL	
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Orchard Learning, LLC		10/16/2013	LIMITED LIABILITY COMPANY: VIRGINIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Edmentum, Inc.		
<b>Street Address:</b>	8200 Tower, 5600 West 83rd Street #300		
<b>City:</b>	Bloomington		
<b>State/Country:</b>	MINNESOTA		
<b>Postal Code:</b>	55437		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3383398	ORCHARD SOFTWARE	
<b>Registration Number:</b>	3463542	PRACTICEPLANET	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6127661600		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
<b>Phone:</b>	6127667901		
<b>Email:</b>	tmmppls@FaegreBD.com		
<b>Correspondent Name:</b>	Faegre Baker Daniels LLP		
<b>Address Line 1:</b>	90 South Seventh Street		
<b>Address Line 2:</b>	2200 Wells Fargo Center		
<b>Address Line 4:</b>	Minneapolis, MINNESOTA 55402-3901		
<b>ATTORNEY DOCKET NUMBER:</b>	480610.29/30		
<b>NAME OF SUBMITTER:</b>	Dianna L. Gould, Paralegal		

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**TRADEMARK  
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Signature:	/dlg/
Date:	10/23/2013
Total Attachments: 2 source=Trademark Assignment from Orchard Learning LLC to Edmentum Inc#page1.tif source=Trademark Assignment from Orchard Learning LLC to Edmentum Inc#page2.tif	

**TRADEMARK ASSIGNMENT**

This assignment is effective October 16, 2013 by and between Orchard Learning, LLC., a Virginia limited liability company, with a principal place of business at 500 West Annandale Road, Falls Church, VA 22201 ("**Assignor**"), and Edmentum, Inc., a Delaware corporation with a principal place of business at 8200 Tower, 5600 West 83<sup>rd</sup> Street #300, Bloomington, Minnesota 55437 ("**Assignee**").

A. Assignor is the owner of the trademarks identified on the attached **Schedule A** (the "Assigned Trademarks").

B. Assignee and Assignor are related companies with shared ownership.

C. Assignor wishes to assign the Assigned Trademarks to Assignee.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to the Assigned Trademarks, together with the goodwill of the business symbolized thereby, together with the registrations identified on **Schedule A** and all past, present, and future remedies for infringement or dilution relating thereto.

From and after the effective date of this assignment, the parties shall execute such further documents, and perform such further acts, as may be reasonably requested to transfer and convey the Assigned Trademarks to the Assignee on the terms herein contained.

In witness whereof, the undersigned has caused this Trademark Assignment to be executed and delivered as of the date first written above.

ASSIGNOR: ORCHARD LEARNING, LLC.


By: 

Name: Robert Rueckl

Title: CFO

Date: 10-16-2013

ASSIGNEE: EDMENTUM, INC.

By: 

Name: Robert Rueckl

Title: CFO

Date: 10-16-2013

**SCHEDULE A**

<b><u>Mark</u></b>	<b><u>Country</u></b>	<b><u>App No</u></b>	<b><u>App Date</u></b>	<b><u>Reg No</u></b>	<b><u>Reg Date</u></b>
ORCHARD SOFTWARE	USA	78/958,550	8/23/2006	3,383,398	2/12/2008
PRACTICEPLANET	USA	77/155,197	4/12/2007	3,463,542	7/8/2008

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