

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM306941

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|---|---|--------------------------|-------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | NUNC PRO TUNC ASSIGNMENT | | |
| EFFECTIVE DATE: | 10/01/2013 | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Profitability Business Simulations Limited | | 12/11/2013 | COMPANY: UNITED KINGDOM |
| RECEIVING PARTY DATA | | | |
| Name: | Profitability Learning and Development Services LLP | | |
| Street Address: | Stables 1, Howbery Park, Wallingford | | |
| City: | Oxfordshire | | |
| State/Country: | UNITED KINGDOM | | |
| Postal Code: | OX10 8BA | | |
| Entity Type: | COMPANY: UNITED KINGDOM | | |
| PROPERTY NUMBERS Total: 3 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3350581 | BUSINESS SAVVY SURVEY | |
| Registration Number: | 2259531 | THE MOVING BALANCE SHEET | |
| Registration Number: | 2005952 | PROFIT ABILITY | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 2486410270 | | |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i> | | | |
| Phone: | (248) 641-1286 | | |
| Email: | docketingTM@hdp.com | | |
| Correspondent Name: | Lisa M. DuRoss | | |
| Address Line 1: | 5445 Corporate Drive, Suite 200 | | |
| Address Line 4: | Troy, MICHIGAN 48098 | | |
| ATTORNEY DOCKET NUMBER: | 9400 | | |
| DOMESTIC REPRESENTATIVE | | | |
| Name: | Lisa M. DuRoss | | |
| Address Line 1: | 5445 Corporate Drive, Suite 200 | | |
| Address Line 4: | Troy, MICHIGAN 48098 | | |
| NAME OF SUBMITTER: | Lisa M. DuRoss | | |

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| SIGNATURE: | /LMD/ |
| DATE SIGNED: | 06/06/2014 |
| Total Attachments: 3 source=Confirmatory Assignment Effective 1-Oct-2013#page1.tif source=Confirmatory Assignment Effective 1-Oct-2013#page2.tif source=Confirmatory Assignment Effective 1-Oct-2013#page3.tif | |

CONFIRMATORY ASSIGNMENT

This Confirmatory Assignment, is effective *nunc pro tunc* as of 1st October 2013, and is made by and between **Profitability Business Simulations Limited**, a United Kingdom private limited company, with its registered office at Stables 1, Howbery Park, Wallingford, Oxfordshire, OX10 8BA, United Kingdom ("**Assignor**"), and **Profitability Learning and Development Services LLP**, a United Kingdom private limited company, with its registered office at Stables 1, Howbery Park, Wallingford, Oxfordshire, OX10 8BA, United Kingdom ("**Assignee**"). Capitalized terms in this Confirmatory Assignment not otherwise defined have the meanings ascribed to them in the Asset Purchase Agreement defined below.

RECITALS

WHEREAS, pursuant to the Asset Purchase Agreement, dated 1st October 2013 by and between Assignor and Assignee, the trademarks listed on Appendix A ("Trademarks") attached hereto and incorporated herein by reference, were transferred to Assignee.

WHEREAS, Assignee is the successor to the ongoing and existing business, or to the part of the business, to which the Trademarks pertain.

WHEREAS, Assignor and Assignee wish to confirm the assignment as indicated below.

AGREEMENT

NOW, THEREFORE, in consideration of the recitals above, the mutual representations, warranties, and covenants of the Asset Purchase Agreement, and other good and valuable consideration, the receipt and sufficiency of which the parties acknowledge Assignor and Assignee agree as follows:

Assignor hereby confirms the assignment to Assignee of all of Assignor's right, title and interest in and to each of the Trademarks listed on Appendix A, including the listed registrations and the pending application for registration, any and all rights provided by international conventions and treaties, and the goodwill associated with such Trademarks.

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IN WITNESS WHEREOF, the parties have duly executed and delivered this Confirmatory Assignment.

ASSIGNOR
PROFITABILITY BUSINESS
SIMULATIONS LIMITED

ASSIGNEE
PROFITABILITY LEARNING AND
DEVELOPMENT SERVICES LLP

By: *N. Downing*
Name: Nigel DOWNING
Signature: _____
Title: Director
Signature Date: 11 Dec 2013

By: _____
Name: BRIAN HELWEG-LARSEN
Signature: Brian Helweg-Larsen
Title: DESIGNATED MEMBER
Signature Date: 11th Dec. 2013

Lisa Spring
Witness 1 LISA SPRING
31 ANDERSEN WAY
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OXON
OX14 5NN
Name _____
Date 11/12/2013

Lisa Spring
Witness 1 LISA SPRING
31 ANDERSEN WAY
ABINGDON
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Name _____
Date 11/12/2013

M. Osborne
Witness 2 MICHAEL OSBORNE
11/12/2013
Name 39 Crowell Mews
Aylesbury
HP197HB
Date _____

M. Osborne
Witness 2 MICHAEL OSBORNE
39 Crowell Mews
Aylesbury
HP197HB
Name _____
Date 11/12/2013

APPENDIX A

| TRADEMARK | COUNTRY | APPLICATION NUMBER | REGISTRATION NUMBER | REGISTRATION DATE |
|---|---------|--------------------|---------------------|-------------------|
| PROFITABILITY PROFITABILITY (Stylized) & Design | U.S. | 79/100,996 | 4,215,941 | 2 Oct 2012 |
| MagneticLeadership from ProfitAbility MAGNETIC LEADERSHIP FROM PROFITABILITY (Stylized) | U.S. | 79/095,746 | 4,140,728 | 15 May 2012 |
| BUSINESS SAVVY SURVEY | U.S. | 78/868,203 | 3,350,581 | 4 Dec 2007 |
| THE MOVING BALANCE SHEET | U.S. | 75/504,367 | 2,259,531 | 6 Jul 1999 |
| PROFIT ABILITY | U.S. | 74/725,174 | 2,005,952 | 8 Oct 1996 |

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