

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM313737

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Leffingwell, LLC		07/24/2014	LIMITED LIABILITY COMPANY: COLORADO
RECEIVING PARTY DATA			
Name:	Scaled Agile, Inc.		
Street Address:	5840 Valmont Road, Suite 100		
City:	Boulder		
State/Country:	COLORADO		
Postal Code:	80301		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	4243775	SCALED AGILE FRAMEWORK	
Registration Number:	4308326	SCALED AGILE FRAMEWORK	
Serial Number:	86078620	SAFE	
Serial Number:	86078632	SAFE	
CORRESPONDENCE DATA			
Fax Number:	7196331518		
<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:	7194733800		
Email:	judi.cope@bryancave.com		
Correspondent Name:	Judi L. Cope		
Address Line 1:	90 S. Cascade Ave., Suite 1300		
Address Line 2:	Bryan Cave LLP		
Address Line 4:	Colorado Springs, COLORADO 80903		
ATTORNEY DOCKET NUMBER:	C081563.0363745		
NAME OF SUBMITTER:	Judi L. Cope		
SIGNATURE:	/judi l. cope/		
DATE SIGNED:	08/12/2014		
Total Attachments: 6			

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TRADEMARK ASSIGNMENT

This Trademark Assignment Agreement (this “**Assignment**”) is made and delivered as of July 24, 2014 (the “**Effective Date**”) by Leffingwell, LLC, a Colorado limited liability company (the “**Assignor**”), for the benefit of Scaled Agile, Inc., a Delaware corporation (the “**Assignee**”).

WHEREAS, Assignor and the Assignee have entered into that certain Asset Purchase Agreement dated as of the date hereof (the “**Agreement**”); and

WHEREAS, the Assignor has agreed to transfer and assign to the Assignee all of the Assignor’s right, title and interest in and to the Assignor’s intellectual property rights in and to the Transferred Assets (as defined in the Agreement), including, without limitation, those trademarks set forth on the attached Schedule A hereto (collectively, the “**Marks**”), together with the goodwill of the business associated therewith.

NOW, THEREFORE, in consideration of the Agreement and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor hereby agrees as follows:

1. The Assignor hereby irrevocably assigns and transfers to the Assignee: (i) all of the Assignor’s right, title, and interest in and to the Marks, together with the goodwill associated therewith; (ii) any and all legal actions and rights and remedies at law or in equity for past infringements, misappropriations, or other violations of the Marks, including the right to sue for, collect, and retain all damages, profits, proceeds, and all other remedies associated therewith; and (iii) any and all income, royalties, and payments accruing on or after the Effective Date with respect to the Marks, for the Assignee’s own use and enjoyment and for the use and enjoyment of the Assignee’s successors, assigns, or other legal representatives. The Assignor agrees to give the Assignee and/or any person designated by the Assignee all reasonable assistance that may be required to perfect the rights granted herein.

2. Except pursuant to the separate trademark license in the Agreement, the Assignor agrees not to use (and to terminate and discontinue all use of) the terms contained in the Marks and any terms similar thereto in any domain name, domain name registration, trademark, service mark, trade name, company name, legal name, fictitious business name, logo, and any other indicator of origin, with regard to itself and any business or entity at any time owned or controlled by the Assignor.

3. The Assignor authorizes and requests the Commissioner of Patents and Trademarks of the United States, and any other official throughout the world whose duty is to register and record ownership in trademark registrations and applications for registration of trademarks, to record the Assignee as the assignee and owner of any and all of the Assignor’s rights in the Marks.

4. All of the terms and provisions of this Assignment shall inure to the benefit of and be binding upon the parties hereto and their respective successors and assigns.

5. No provision of this Assignment is intended to confer upon any Person other than the parties hereto and their respective successors and assigns any rights or remedies hereunder.

6. This Assignment shall be governed by and interpreted and enforced in accordance with the laws of the State of Colorado, without giving effect to any choice of law or conflicts of laws rules or provision (whether of the State of Colorado or any other jurisdiction) that would cause the application of the laws of a jurisdiction other than the State of Colorado.

[Signature Page Follows]

IN WITNESS WHEREOF, the Assignor has duly executed this Assignment as of the date first written above.

LEFFINGWELL, LLC

By: 

Name: Dean Leffingwell

Title: President

SCALED AGILE, INC.








By: 



Name: Craig Rutherford







Title: Vice President of Finance and Operations

[Signature page to Trademark Assignment Agreement]

SCHEDULE A

Mark	Image	Country	Status	App. No	App. Date	Reg. No	Req. Date	Goods/Services	Class
SCALED AGILE FRAMEWORK		United States Of America	Registered/ Granted	85/428,103	9/21/2011	4,243,775	11/13/2012	ON-LINE JOURNALS, NAMELY, BLOGS FEATURING COMPUTER SOFTWARE DEVELOPMENT in Int. Class 41	41
SCALED AGILE FRAMEWORK and Design		Norway	Registered/ Granted	n/a	1/8/2013	1150480	1/8/2013	PROVIDING A WEBSITE FEATURING INFORMATION IN THE FIELD OF DESIGN OF COMPUTER SOFTWARE DEVELOPMENT in Int. Class 42	42
SCALED AGILE FRAMEWORK and Design		China	Application Filed	n/a	1/8/2013	1150480	1/8/2013	PROVIDING A WEBSITE FEATURING INFORMATION IN THE FIELD OF DESIGN OF COMPUTER SOFTWARE DEVELOPMENT in Int. Class 42	42
SCALED AGILE FRAMEWORK and Design		European Community	Registered/ Granted	1150480	1/8/2013	1150480	1/8/2013	PROVIDING A WEBSITE FEATURING INFORMATION IN THE FIELD OF DESIGN OF COMPUTER SOFTWARE DEVELOPMENT in Int. Class 42	42
SCALED AGILE FRAMEWORK and Design		Japan	Registered/ Granted	1150480	1/8/2013	1150480	1/8/2013	PROVIDING A WEBSITE FEATURING INFORMATION IN THE FIELD OF DESIGN OF COMPUTER SOFTWARE DEVELOPMENT in Int. Class 42	42
SCALED AGILE FRAMEWORK and Design		Madrid Protocol (Tm)	Registered/ Granted	n/a	1/8/2013	1150480	1/8/2013	PROVIDING A WEBSITE FEATURING INFORMATION IN THE FIELD OF DESIGN OF COMPUTER SOFTWARE DEVELOPMENT in Int. Class 42	42
SCALED AGILE FRAMEWORK and Design		Switzerland	Registered/ Granted	n/a	1/8/2013	1150480	1/8/2013	PROVIDING A WEBSITE FEATURING INFORMATION IN THE FIELD OF DESIGN OF COMPUTER SOFTWARE DEVELOPMENT in Int. Class 42	42

Mark	Image	Country	Status	App. No.	App. Date	Req. No.	Req. Date	Goods/Services	Class
SCALED AGILE FRAMEWORK and Design		United States Of America	Registered/ Granted	85/674,238	7/11/2012	4,308,326	3/26/2013	PROVIDING A WEBSITE FEATURING INFORMATION IN THE FIELD OF DESIGN OF COMPUTER SOFTWARE DEVELOPMENT in Int. Class 42	42
SAFE and Design		United States Of America	Pending	86/078,620	9/30/2013			Educational services, namely, providing courses of instruction and an on-line interactive computer database in the field of methods for computer software development featuring periodical articles, journals, reference books, primary source documents, articles, instructions, images and flowcharts, all related to methods for computer software development	41
SAFE		United States Of America	Pending	86/078,632	9/30/2013			Educational services, namely, providing courses of instruction and an on-line interactive computer database in the field of methods for computer software development featuring periodical articles, journals, reference books, primary source documents, articles, instructions, images and flowcharts, all related to methods for computer software development	41
SAFE		Madrid Protocol	Registered	n/a	3/27/2014	1204195	3/27/2014	Educational services, namely, providing courses of instruction and an on-line interactive computer database in the field of methods for computer software development featuring periodical articles, journals, reference books, primary source documents, articles, instructions, images and flowcharts, all related to methods for computer software development	41
SAFE		China	Registered	n/a	3/27/2014	1204195	3/27/2014	Educational services, namely, providing courses of instruction and an on-line interactive computer database in the field of methods for computer software development featuring periodical articles, journals, reference books, primary source documents, articles, instructions, images and flowcharts, all related to methods for computer software development	41
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