

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM371319

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Rustici Software, LLC		01/27/2016	LIMITED LIABILITY COMPANY: TENNESSEE
RECEIVING PARTY DATA			
Name:	Watershed Systems I, LLC		
Street Address:	3351 Aspen Grove Drive		
Internal Address:	Suite 300		
City:	Franklin		
State/Country:	TENNESSEE		
Postal Code:	37067		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	4543427	WATERSHED	
Registration Number:	4543420	WATERSHED	
Registration Number:	4651578	WATERSHED METHOD	
Registration Number:	4651577	WATERSHED METHOD	
CORRESPONDENCE DATA			
Fax Number:	6152446804		
<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:	615-850-8958		
Email:	trademarkdocket@wallerlaw.com		
Correspondent Name:	Hunter Rost		
Address Line 1:	511 Union Street		
Address Line 2:	Suite 2700		
Address Line 4:	Nashville, TENNESSEE 37219		
ATTORNEY DOCKET NUMBER:	031043.55987 RUSTICI		
NAME OF SUBMITTER:	Hunter Rost		
SIGNATURE:	/Hunter Rost/		
DATE SIGNED:	02/01/2016		

OP \$115.00 4543427

Total Attachments: 3

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**ASSIGNMENT OF TRADEMARKS, REGISTRATIONS, AND
ACCOMPANYING GOODWILL**

This Assignment of Trademarks, Trademark Registrations, and Accompanying Goodwill (this "Assignment") is entered into as of *January 27, 2016* by and between **RUSTICI SOFTWARE, LLC**, a Tennessee limited liability company with its principal business address at 3351 Aspen Grove Drive, Suite 300, Franklin, TN 37067 (the "Assignor"), and **WATERSHED SYSTEMS I, LLC**, a Delaware limited liability company with its principal business address at 3351 Aspen Grove Drive, Suite 300, Franklin, TN 37067 (the "Assignee").

For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, assign, transfer and set over to Assignee, all of Assignor's worldwide rights, title and interest in and to the trademarks identified in Schedule A attached hereto (the "Marks"), any registrations therefore throughout the world and any renewals or extensions of such registrations, and all rights, including all common law rights, and registrations therein and therefore in any other country or locality worldwide, together with the goodwill of the business in connection with which the Marks are used and which is symbolized by the Marks and the resulting right to recover damages and profits for past, present or future infringements or unauthorized uses thereof, with the right to sue for and collect the same for its own use and enjoyment, and for the use and enjoyment of its successors, assigns, or other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor, if this assignment and sale had not been made.

Assignor agrees to execute and deliver at the request of Assignee, any papers, instruments and assignments necessary or appropriate to vest in Assignee all of Assignor's right, title and interest in and to the Marks and the registrations therefore and/or to provide evidence to support such assignment in the event such evidence is deemed necessary by Assignee, to the extent such evidence is in the possession or control of Assignor.


This Assignment may be executed in any number of counterparts, each of which shall be deemed an original, but all of which together shall constitute only one instrument.


ASSIGNOR:

ASSIGNEE:

RUSTICI SOFTWARE, LLC

WATERSHED SYSTEMS I, LLC

By:  _____

By:  _____

Name: Mike Rustici _____

Name: Mike Rustici _____

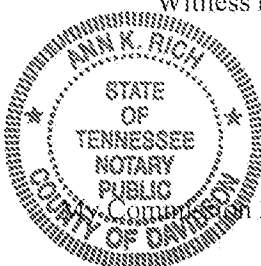
Title: President _____

Title: President _____

STATE OF TENNESSEE)
COUNTY OF Davidson)

Before me, Ann K. Rich, a Notary Public in and for the County and State aforesaid, personally appeared Mike Rustici, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged himself to be President (or other officer authorized to execute the instrument) of **RUSTICI SOFTWARE, LLC**, the within named Assignor, and that he, as such President of the Assignor, executed the foregoing instrument for the purposes therein contained, by signing on behalf of the Assignor in his/her capacity as President.

Witness my hand and seal, at office in Nashville, TN, this 21st day of January, 2016.



Ann K. Rich
Notary Public

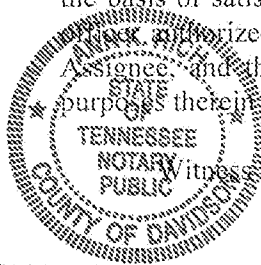
My Commission Expires: October 7, 2019

MY COMMISSION EXPIRES:
OCTOBER 07, 2019

STATE OF TENNESSEE)
COUNTY OF Davidson)

Before me, Ann K. Rich, a Notary Public in and for the County and State aforesaid, personally appeared Mike Rustici, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged himself to be President (or other officer authorized to execute the instrument) of **WATERSHED SYSTEMS I, LLC**, the within named Assignee, and that he, as such President of the Assignor, executed the foregoing instrument for the purposes therein contained, by signing on behalf of the Assignee in his/her capacity as President.

Witness my hand and seal, at office in Nashville, TN, this 28th day of January, 2016.



Ann K. Rich
Notary Public

My Commission Expires: October 7, 2019

MY COMMISSION EXPIRES:
OCTOBER 07, 2019

SCHEDULE A
TO
ASSIGNMENT OF TRADEMARKS, TRADEMARK REGISTRATIONS,
AND ACCOMPANYING GOODWILL

MARK	COUNTRY	REGISTRATION NO.	REGISTRATION DATE	GOODS/SERVICES
WATERSHED	United States	4543427	June 3, 2014	(Class 42) software as a service services, namely, hosting software for use by others for tracking, reporting and analyzing learning.
WATERSHED	United States	4543420	June 3, 2014	(Class 42) software as a service services, namely, hosting software for use by others for tracking, reporting and analyzing learning.
WATERSHED METHOD	United States	4651578	December 9, 2014	(Class 35) consulting services in the field of human resources development, namely, analyzing learning activities of employees for increased productivity from employees and employers.
WATERSHED METHOD	United States	4651577	December 9, 2014	(Class 35) consulting services in the field of human resources development, namely, analyzing learning activities of employees for increased productivity from employees and employers.