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U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

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To the Hon. Commissioner of Patents & Trademarks:	Please record the attached original documents or copy thereof.
1. Name of conveying party(ies):	2. Name and address of receiving party(ies):
Campus America, Inc. [] Individual(s) [] Association	Name: SYNECTIC LEARNING SYSTEMS, LTD. Street Address:
[] General Partnership [] Other [] Limited Partnership [X] Corporation - Tennessee	1301 16th Avenue N.W. Calgary, Alberta T2M 0L4, Canad
Additional name(s) of conveying party(les) attached? [I Yes [X] No 3. Nature of conveyance:	[] Individual(s) citizenship: [] Association [] General Partnership [] Limited Partnership
	(X) Corporation - Canada
[X] Assignment [] Merger [] Change of Name [] Other [] Security Agreement	If assignee is not domiciled in the United States, a domesti representative designation is attached: [X] Yes [] No
Execution Date: July 26, 1999	Additional name(s) & address(es) attached? [] Yes [X] No
4. Application number(s) or registration (numbers):	
A. Trademark Application No(s). $75/571,175$	B. Trademark Registration No(s).
	Additional numbers attached? [] Yes [X] No
5. Name and address of party to whom correspond concerning document should be mailed:	dence 6. Total number of applications and registrations involved: 1
Mark S. Graham, Esq. LUEDEKA, NEELY & GRAHAM, P.C. P. O. Box 1871 Knoxville, TN 37901	7. Total fee (37 CFR 3.41)\$ 40 [X] Enclosed [X] Please charge to deposit account any missing or additional fee
	8. Deposit Account No. 12 - 2355
D	O NOT USE THIS SPACE
9. Statement and signature. To the best of my knowledge and belief, the fore copy of the original document.	egoing information is true and correct and any attached copy is a true
Mark S. Graham Name of Person Signing	Signature October 20, 1999 Date
	I number of pages including cover sheet: [3]
P:\pink\53534asg.trn.wpd 6/1999 DHGUYEN 00000306 75571175	CERTIFICATE OF MAILING * * *
C:481 I hereby certify that this correspondence is be	eing deposited with the United States Postal Service with sufficient ressed to: Box Assignment, Office of Public Records, U.S. Patent and
on <u>October 20, 1999</u> Date	M. Mahan Mark S. Graham

TRADEMARK REEL: 001979 FRAME: 0800

IN THE UNITED STATES PATENT & TRADEMARK OFFICE

In the matter of
Trademark Application No. 75/571,175
Filed Octobere 15, 1998
For THE LEARNING MANAGER

APPOINTMENT OF DOMESTIC REPRESENTATIVE

Robert C. Thornborough of Synectic Learning Systems, Ltd. hereby designates:

Matt Caldwell, c/o Worldwide Interactive Network, 1000 Brentwood Way, Kingston, TN 37763, registrant's representatives upon whom notices or process in proceedings affecting this mark may be served.

SYNECTIC LEARNING SYSTEMS, LTD.

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ASSIGNMENT

Campus America, Inc., a Tennessee corporation, located and doing business at 900 Hill Avenue, Knoxville, Tennessee, owner of the following United States Trademark/Service Mark Application and Mark thereof:

Application Serial No. 75/571,175 Date Filed Mark Oct. 15, 1998 THE LEARNING MANAGER

for good and valuable consideration, the receipt and sufficiency of which is acknowledged, has assigned and hereby does assign to Synectic Learning Systems, Ltd., a Canadian corporation, having a place of business at 1301 16th Avenue N.W., Calgary, Alberta T2M 0L4, all of Campus America's right, title and interest in and to the Mark and the aforesaid application to register the Mark, together with the goodwill of the business symbolized by the Mark.

By Stephen Luper Luper

STATE OF TENNESSEE COUNTY OF KNOX

Before me, a notary public of the state and county mentioned, personally appeared J. Stephen Luper, with whom I am personally acquainted, and who, upon oath, acknowledged himself to be Secretary of Campus America, Inc., the within named party, a corporation, and that he as such Secretary, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as Secretary.

WITNESS my hand and seal, at office in Knoxville, Tennessee, this 26% day

Notary Public

My Commission Expires:

| My Commission | My C

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RECORDED: 10/25/1999

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