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12-11-2001

Docket No.:



101912053

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To the Honorable Commissioner of Patents 101912053 ched original documents or copy thereof.

1. Name of conveying party(ies):

Lee-chung Tsai

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: November 30, 2001

2. Name and address of receiving party(ies):

Name: Verilet, Inc.

Internal Address: _____

Street Address: 1505 Avenue of Science

City: San Diego State: CA ZIP: 92128

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State California
- Other _____

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

75/710,111

Additional numbers

B. Trademark Registration No.(s)

Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Paul E. Thomas

Internal Address: Pillsbury Winthrop LLP

Street Address: 2550 Hanover Street

City: Palo Alto State: Ca ZIP: 94304

6. Total number of applications and registrations involved:.....

1

7. Total fee (37 CFR 3.41):.....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

03-3975

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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Paul E. Thomas

Name of Person Signing

Signature

12/6/01

Date

Total number of pages including cover sheet, attachments, and

TRADE MARK

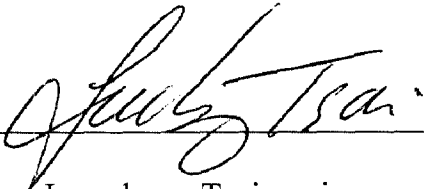
REEL: 2405 FRAME: 0997

TRADEMARK ASSIGNMENT

LEE-CHUNG TSAI, an individual and citizen of the United States, hereby assigns to VERILÉT, INC., a California corporation, having its principal place of business located at 15015 Avenue of Science, San Diego, California 92128, all of the right, title and interest in and to the trademark

ABOVELEARNING

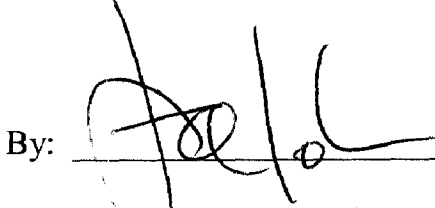
together with all of the business to which the mark pertains, with the rights to United States Trademark Application Serial Number 75/710,111 filed on June 7, 1999, and with the goodwill of the business symbolized by the mark.



Lee-chung Tsai, assignor

Date: 11/30/2001

Verilét, Inc., assignee



Jack Johnson, Chief Technology Officer

Date: 12/03/01