

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
PLATO Learning, Inc.		02/19/2008	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	PLATO, Inc.		
Street Address:	10801 Nesbitt Avenue South		
City:	Bloomington		
State/Country:	MINNESOTA		
Postal Code:	55437		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Registration Number:	2571152	ACADEMIC SYSTEMS	
Registration Number:	2571150	ACADEMIC SYSTEMS A	
Registration Number:	3341889	PLATO	
Registration Number:	3096240	PLATO LEARNING	
Registration Number:	3341890	PLATO LEARNING	
Registration Number:	3331922	STRAIGHT CURVE	
Registration Number:	3341888	STRAIGHT CURVE	
CORRESPONDENCE DATA			
Fax Number:	(312)554-8015		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	312 554-8000		
Email:	rsacoff@pattishall.com		
Correspondent Name:	Robert W. Sacoff		
Address Line 1:	311 S. Wacker Drive, Suite 5000		
Address Line 4:	Chicago, ILLINOIS 60606		

CH \$190.00 2571152

ATTORNEY DOCKET NUMBER:	00159-88888
NAME OF SUBMITTER:	Robert W. Sacoff
Signature:	/Robert W. Sacoff/
Date:	02/20/2008
Total Attachments: 2 source=PLATO ASSG#page1.tif source=PLATO ASSG#page2.tif	

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WHEREAS, PLATO Learning, Inc., a corporation organized and existing under the laws of Delaware, located at 10801 Nesbitt Avenue South, Bloomington, Minnesota, United States, 55437, owns the trademarks and their corresponding U.S. registrations identified in Schedule A (collectively, "the Trademarks").

PLATO Learning, Inc. hereby assigns all its rights, title and interest in and to the Trademarks, along with the goodwill symbolized by the Trademarks to PLATO, Inc., a corporation organized and existing under the laws of Delaware, located at 10801 Nesbitt Avenue South, Bloomington, Minnesota, United States, 55437, and the right to sue for past infringement of the Trademarks and to recover damages and profits in connection therewith.

IN WITNESS WHEREOF, PLATO Learning, Inc. has caused this instrument to be executed by its duly authorized representative this 19th day of February, 2008.

PLATO Learning, Inc.

By: *Terri Lynn Reden*
Name: Terri Lynn Reden
Title: Vice President, Marketing Communications

PLATO, Inc.

By: *Terri Lynn Reden*
Name: Terri Lynn Reden
Title: VP, Marketing Communications

Schedule A

from PLATO Learning, Inc.
to
PLATO, Inc.

Trademark Name	Reg. Number
ACADEMIC SYSTEMS	2571152
ACADEMIC SYSTEMS & DESIGN	2571150
PLATO & DESIGN	3341889
PLATO LEARNING & DESIGN	3096240
PLATO LEARNING & DESIGN	3341890
STRAIGHT CURVE	3331922
STRAIGHT CURVE & DESIGN	3341888