

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	07/30/2010

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Synaptic Mash, Inc.		07/30/2010	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Promethean, Inc.
Street Address:	1165 Sanctuary Parkway
Internal Address:	Suite 400
City:	Alpharetta
State/Country:	GEORGIA
Postal Code:	30009
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 7**

Property Type	Number	Word Mark
Registration Number:	3624073	SYNAPTICMASH
Registration Number:	3758196	LEARNINGQUBE
Serial Number:	85077586	MASHQUBE
Serial Number:	85077592	DATAQUBE
Serial Number:	85077595	EDUQUBE
Serial Number:	85077598	EXAMQUBE
Serial Number:	85077600	STUDENTQUBE

**CORRESPONDENCE DATA**

Fax Number: (206)274-2801  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 206.274.2800  
 Email: trademarks@newmanlaw.com

**900171385**

**TRADEMARK  
 REEL: 004276 FRAME: 0487**

**CH \$190.00 3624073**

Correspondent Name: Randall Moeller  
Address Line 1: 505 Fifth Avenue South  
Address Line 2: Newman & Newman, LLP ... Suite 610  
Address Line 4: Seattle, WASHINGTON 98104

ATTORNEY DOCKET NUMBER:	PROMETHEAN--TITLE RECORD
NAME OF SUBMITTER:	Randall Moeller
Signature:	/Randall Moeller/
Date:	09/10/2010

**Total Attachments: 6**

source=Promethean – Certificate of Merger (Merging SMinto Promethean Inc.) and#page1.tif  
source=Promethean – Certificate of Merger (Merging SMinto Promethean Inc.) and#page2.tif  
source=Promethean – Certificate of Merger (Merging SMinto Promethean Inc.) and#page3.tif  
source=Promethean – Certificate of Merger (Merging SMinto Promethean Inc.) and#page4.tif  
source=Promethean – Certificate of Merger (Merging SMinto Promethean Inc.) and#page5.tif  
source=Promethean – Certificate of Merger (Merging SMinto Promethean Inc.) and#page6.tif

# Delaware

PAGE 1

*The First State*

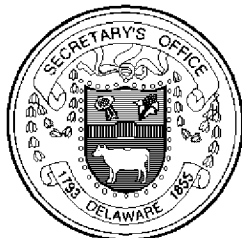
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"SYNAPTICMASH INC.", A DELAWARE CORPORATION,  
WITH AND INTO "PROMETHEAN INC." UNDER THE NAME OF  
"PROMETHEAN INC.", A CORPORATION ORGANIZED AND EXISTING UNDER  
THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS  
OFFICE THE THIRTIETH DAY OF JULY, A.D. 2010, AT 5:28 O'CLOCK  
P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE  
NEW CASTLE AND KENT COUNTY RECORDER OF DEEDS.

3502657 8100M

100790532



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8147921

DATE: 08-02-10

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

TRADEMARK  
REEL: 004276 FRAME: 0489

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

SYNAPTICMASH INC.

WITH AND INTO

PROMETHEAN INC.

(Pursuant to Section 253 of the General Corporation Law of the State of Delaware)

Promethean Inc., a Delaware corporation (the *Corporation*), does hereby certify to the following facts relating to the merger of SynapticMash Inc., a Delaware corporation (the *Subsidiary*), with and into the Corporation, with the Corporation remaining as the surviving corporation under the name of Promethean Inc. (the *Merger*).

**FIRST:** The Corporation is incorporated pursuant to General Corporation Law of the State of Delaware (the *DGCL*) on the 14<sup>th</sup> day of March, 2002.

**SECOND:** The Corporation owns all the issued and outstanding capital stock of the Subsidiary, a corporation incorporated on the 28<sup>th</sup> day of April, 2009, pursuant to the provisions of the DGCL.

**THIRD:** The Corporation, by resolution of its Board of Directors (the *Board*) duly adopted by unanimous written consent in lieu of a meeting on the 29<sup>th</sup> day of July, 2010, determined and did merge the Subsidiary with and into the Corporation, which resolution is attached hereto as Exhibit 1.

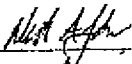
**FOURTH:** The Corporation shall be the surviving corporation of the Merger.

**FIFTH:** The certificate of incorporation of the Corporation as in effect immediately prior to the effective time of the Merger shall be the certificate of incorporation of the surviving corporation.

[Remainder of this page intentionally left blank]

IN WITNESS WHEREOF, the Corporation has caused this certificate to be signed by an authorized officer this 30<sup>th</sup> day of July, 2010.

PROMETHEAN INC.

By:   
Name: Neil Johnson  
Title: Chief Financial Officer

**EXHIBIT 1 – UNANIMOUS WRITTEN CONSENT IN LIEU OF A MEETING**

**PROMETHEAN INC.  
BOARD OF DIRECTORS  
UNANIMOUS WRITTEN CONSENT IN LIEU OF MEETING**

*Dated as of July 29, 2010*

In accordance with Section 141(f) of the Delaware General Corporation Law (*DGCL*) and Article IV, Section 7 of the Bylaws of the Corporation, the undersigned constituting the duly elected members of the Board of Directors (the *Board*) of Promethean Inc. (the *Corporation*), do hereby consent to and adopt the following resolutions by written consent without a meeting, with full force and effect as if adopted at a duly constituted meeting.

**WHEREAS**, the Corporation, a Delaware corporation, lawfully owns all of the outstanding capital stock of SynapticMash Inc., a Delaware corporation (the *Subsidiary*); and

**WHEREAS**, the Corporation desires to merge with and into itself the Subsidiary, and to be possessed of all the estate, property, rights, privileges and franchises the Subsidiary (the *Merger*).

**NOW, THEREFORE, BE IT RESOLVED**, that the Corporation merge with and into itself the Subsidiary and assume all of the Subsidiary's liabilities and obligations; and be it further

**RESOLVED**, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of common stock of the Corporation shall remain unchanged and continue to remain outstanding as one share of common stock of the Corporation, held by the person who was the holder of such share of common stock of the Corporation immediately prior to the Merger; and be it further

**RESOLVED**, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of common stock of the Subsidiary shall be cancelled and no consideration shall be issue in respect thereof; and be it further


**RESOLVED**, that an authorized officer of the Corporation (an *Authorized Officer*) be and is hereby directed to make and execute a certificate of ownership, substantially in the form attached hereto as Exhibit 1, setting forth a copy of this unanimous written consent to merge the Subsidiary with and into the Corporation and assume the Subsidiary's liabilities and obligations, and the date of adoption thereof, and to file the same in the office of the Secretary of State of the State of Delaware; and be it further

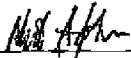
**RESOLVED**, that the officers of the Corporation be and hereby are authorized and directed to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in any way necessary or proper to effect the Merger.

The Secretary of the Corporation is hereby directed to file an executed copy of this unanimous consent with the books and records of the Corporation. This unanimous written consent may be executed in any number of counterparts and delivered by facsimile or other electronic (including PDF) transmission.

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, the undersigned have executed this written consent as of the date first written above.

  
Name:  
Title: Director

  
Name: *WAL A JOHNSON*  
Title: Director

  
Name: *MARK ELLIOTT*  
Title: Director