

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT		
EFFECTIVE DATE:	11/30/2010		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Renzulli Learning Systems, LLC		02/16/2012
			LIMITED LIABILITY COMPANY: CONNECTICUT
RECEIVING PARTY DATA			
Name:	CompassLearning, Inc.		
Street Address:	203 Colorado Street		
City:	Austin		
State/Country:	TEXAS		
Postal Code:	78701		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 9			
	Property Type	Number	Word Mark
	Registration Number:	4097927	RENZULLI LESSON LIBRARY
	Registration Number:	3285949	RENZULLI
	Registration Number:	3550865	CLOSING THE ACHIEVEMENT GAP
	Registration Number:	3550864	DIFFERENTIATION ENGINE
	Registration Number:	3550863	PROVEN DIFFERENTIATION
	Registration Number:	3620427	RENZULLI SCOREBOOSTER
	Registration Number:	3638756	PSP
	Registration Number:	3667544	RENZULLI NEXT-BOOK
	Serial Number:	85457894	RENZULLI PROFILER
CORRESPONDENCE DATA			
Fax Number:	(512)492-6193		
Phone:	(512) 481-3462		

OP \$240.00 4097927

Email: trademarks@compasslearning.com

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Correspondent Name: Trey Chambers

Address Line 1: 203 Colorado Street

Address Line 4: Austin, TEXAS 78701

NAME OF SUBMITTER:	Trey Chambers
Signature:	/Trey Chambers/
Date:	02/17/2012

**Total Attachments: 2**

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NUNC PRO TUNC

TRADEMARK ASSIGNMENT

WHEREAS, RENZULLI LEARNING SYSTEMS, LLC, a Connecticut limited liability company having a mailing address of 203 Colorado Street, Austin, Texas 78701, has adopted and is using the marks listed in the attached Exhibit A.

WHEREAS, COMPASSLEARNING, INC., a Delaware corporation having a mailing address of 203 Colorado Street, Austin, Texas 78701, desires to acquire any rights and goodwill associated with the marks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, RENZULLI LEARNING SYSTEMS, LLC does hereby assign, effective as of November 30, 2010, unto COMPASSLEARNING, INC. all right, title and interest in and to said mark, together with the goodwill of the business symbolized by the mark and the above-identified registration of said mark.

Date: February 16, 2012

RENZULLI LEARNING SYSTEMS, LLC, a Connecticut limited liability company

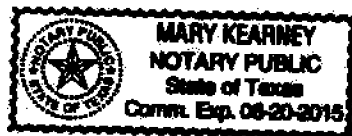
By: COMPASSLEARNING, INC., a Delaware corporation, Its Manager

By: Trey Chambers  
Trey Chambers, Chief Financial Officer

STATE OF TEXAS     )  
                                  )  
COUNTY OF TRAVIS )

Before me, the undersigned authority, on this 16 day of February, 2012, personally appeared Trey Chambers, known to me to be the person whose name is subscribed to the foregoing instruments and acknowledged to me that he is authorized to execute the same on behalf of the identified limited liability company and that he executed the same on behalf of the limited liability company for the purposes and consideration therein expressed.

Mary Kearney  
Notary Public



**EXHIBIT "A"**

**U.S. MARKS**

Mark	Status	Reg. or App. No.	Reg. or Filing Date
RENZULLI LESSON LIBRARY	Registered	4,097,927	2/14/2012
RENZULLI	Registered	3,285,949	8/28/2007
CLOSING THE ACHIEVEMENT GAP	Registered	3,550,865	12/23/2008
DIFFERENTIATION ENGINE	Registered	3,550,864	12/23/2008
PROVEN DIFFERENTIATION	Registered	3,550,863	12/23/2008
RENZULLI SCOREBOOSTER	Registered	3,620,427	5/12/2009
PSP	Registered	3,638,756	6/16/2009
RENZULLI NEXT-BOOK	Registered	3,667,544	8/11/2009
RENZULLI PROFILER	Pending	85/457,894	10/27/2011