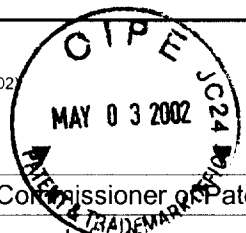


FORM PTO-1595 (Modified)
(Rev. 03-01)
OMB No. 0651-0027 (exp. 5/31/2002)
P08/REV03

05-22-2002



T U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



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102100285

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

David L. Adams
Scott L. Mitchell
Dariush Navabi
Jean-Paul O'Brien

Malcolm P. Youngren
Teddy D. Zmrhal
Salvatore R. Sferlazza

5/19/02

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

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

Name: SMARTFORCE plc

Internal Address: _____

Street Address: 900 Chesapeake Drive

City: Redwood City State: CA ZIP: 94063

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger

Security Agreement Change of Name

Other _____

Execution Date: 12/10/00; 12/21/00; 1/3/01; 1/5/01; 1/16/01 3/24/01

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

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s) 09/668,004 B. Patent No.(s) September 21, 2000

Additional numbers attached? Yes No

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

Name: Alan L. Barry, BELL, BOYD & LLOYD LLC

Internal Address: _____

Street Address: P.O. Box 1135
05/21/2002 GTOW11 00000155 09668004

01 FC:581 40.00 BP

City: Chicago State: IL ZIP: 60690

6. Total number of applications and patents involved: 1

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

Enclosed - Any excess or insufficiency should be credited or debited to deposit account

Authorized to be charged to deposit account

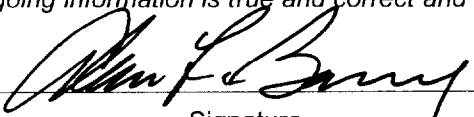
8. Deposit account number: 02-1818

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Alan L. Barry  April 23, 2002

Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 7

**ASSIGNMENT OF PATENT RIGHTS, INVENTIONS,
COPYRIGHTS, TRADE SECRETS and KNOW-HOW**

For: David L. Adams, Scott L. Mitchell, Dariush Navabi, Jean-Paul O'Brien, Salvatore R. Sferlazza, Malcolm P. Youngren and Teddy D. Zmrhal

- U.S. Patent Application No. 09/668,004
- Filing Date: September 21, 2000

In consideration of good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the entire right, title and interest in all existing and future patent rights and all improvements thereof, all existing and future patented and unpatented inventions and all improvements thereof, in all existing and future copyrights and all derivative works thereof, in all existing and future trade secrets and improvements thereof, and in all existing and future know-how and improvements thereof, of the undersigned, in the **"EVENT BASED SYSTEM FOR USE WITHIN THE CREATION AND IMPLEMENTATION OF EDUCATIONAL SIMULATIONS"** (an internet based computer software system that matches job requirements and skills of job seekers to job openings) and in all related business methods, services, and products related to the **EVENT BASED SYSTEM FOR USE WITHIN THE CREATION AND IMPLEMENTATION OF EDUCATIONAL SIMULATIONS"**, and in all applications for Letters Patent and/or all applications for Copyright Registrations of the United States for all of the above, and in all related patent applications, including, but not limited to, all Divisionals, Continuations, Continuation-In-Parts, Reexaminations, Reissues or extensions of any Letters Patent that may be granted upon said applications and/or inventions, and all renewals, reissues, and extensions that may granted on said Copyright Registrations, and in any foreign Letters Patent and/or Copyright Registrations, respectively, derived therefrom, are hereby assigned by the undersigned to the **SMARTFORCE plc**, and the successors, legal representatives and assigns of the **SMARTFORCE plc** (hereinafter collectively called said "Assignee"). The Commissioner of Patents is hereby authorized and requested by the undersigned to issue said Letters Patent to said Assignee. The Registrar of the Copyright Office is hereby authorized to issue said Copyright Registrations to said Assignee. The undersigned also hereby assigns to the

Assignee the right to sue and recover for all past, present, and future infringements of said patents, Copyright Registrations, and all other intellectual property rights assigned to the Assignee herein.

For said consideration, it is also hereby agreed by the undersigned that the undersigned assigns all intellectual property rights that the undersigned owns in relation to the "EVENT BASED SYSTEM FOR USE WITHIN THE CREATION AND IMPLEMENTATION OF EDUCATIONAL SIMULATIONS" fully and entirely as the same would have been held and enjoyed by the undersigned if this Assignment had not been made, as well as the entire right, title and interest in said intellectual property rights and/or improvements, including all priority rights, and the right to claim priority rights and the privileges and benefits thereof, including those under the International Convention, and all other Conventions, and the right to file applications for patents and copyrights, and other filings, in said Assignee's own name for said intellectual property rights and/or improvements in each and every country of the world.

It is further agreed by the undersigned, upon the request of said Assignee, that the undersigned will assist in the preparation of and will execute any and all documents that the Assignee deems necessary or expedient in connection with any and all applications and/or filings for or in relation to any patents, copyrights and/or any other of said intellectual property rights, and the undersigned agrees to fully cooperate in all respects in relation to such applications and/or filings. The undersigned hereby authorizes the attorneys of record in said applications to insert in this Assignment the date and serial number of any patent application and/or copyright application thereof.

Full Name of First Joint Inventor: David L. Adams
Residential Street Address: 3755 East Broadway Street #36
City and State and Zip Mesa, Arizona 85206
Inventor's Signature: *David L. Adams*
Date: _____

STATE OF Arizona
COUNTY OF Maricopa

On January 16, ²⁰⁰¹~~2000~~, David L. Adams appeared before me, a Notary Public in and for the State and County aforesaid, and acknowledged that he freely and voluntarily subscribed and executed the foregoing Assignment for the purposes and uses therein expressed.

Brenda K. Hawking
Notary Public

(SEAL)

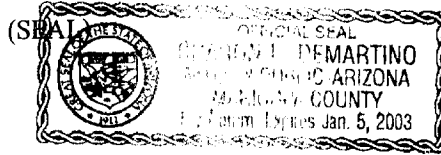


Full Name of Second Joint Inventor: Scott L. Mitchell
Residential Street Address: 4865 East Caida Del Sol
City and State and Zip: Paradise Valley, Arizona 85253
Inventor's Signature: [Signature]
Date: _____

STATE OF Arizona
COUNTY OF Maricopa

On December 21, 2000, Scott L. Mitchell appeared before me, a Notary Public in and for the State and County aforesaid, and acknowledged that he freely and voluntarily subscribed and executed the foregoing Assignment for the purposes and uses therein expressed.

Sharon L. DeMartino
Notary Public



Full Name of Third Joint Inventor: Dariush Navabi
Residential Street Address: 3418 East Tere Street
City and State and Zip: Phoenix, Arizona 85044
Inventor's Signature: _____
Date: _____

STATE OF _____
COUNTY OF _____

On _____, 2000, Dariush Navabi appeared before me, a Notary Public in and for the State and County aforesaid, and acknowledged that he freely and voluntarily subscribed and executed the foregoing Assignment for the purposes and uses therein expressed.

Notary Public (SEAL)

Full Name of Fourth Joint Inventor: Jean-Paul O'Brien
Residential Street Address: 176 Valley Road
City and State/Province: Nederland, Colorado 80466
Inventor's Signature: [Signature]
Date: 01.05.01

STATE OF Arizona
COUNTY OF Maricopa

On January 3, ²⁰⁰¹2000, Jean-Paul O'Brien appeared before me, a Notary Public in and for the State and County aforesaid, and acknowledged that he freely and voluntarily subscribed and executed the foregoing Assignment for the purposes and uses therein expressed.

Sharon L. DeMartino
Notary Public

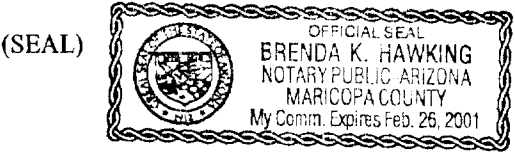


Full Name of Fifth Joint Inventor: Salvatore R. Sferlazza
Residential Street Address: 56 Poplar Street
City and State and Zip: Nanuet, New York 10954
Inventor's Signature: [Signature]
Date: 01/16/01

STATE OF Arizona
COUNTY OF Maricopa

On January 16, ²⁰⁰¹2000, Salvatore R. Sferlazza appeared before me, a Notary Public in and for the State and County aforesaid, and acknowledged that he freely and voluntarily subscribed and executed the foregoing Assignment for the purposes and uses therein expressed.

Brenda K. Hawking
Notary Public



Full Name of Sixth Joint Inventor: **Malcolm P. Youngren**

Residential Street Address: **2002 N. Howe #2N**

City and State and Zip: **Chicago, Illinois 60614**

Inventor's Signature: _____

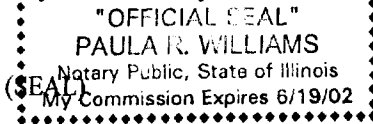
Date: _____

Malcolm P. Youngren
12/10/00

STATE OF Illinois
COUNTY OF Cook

On 12-10, 2000, Malcolm P. Youngren appeared before me, a Notary Public in and for the State and County aforesaid, and acknowledged that he freely and voluntarily subscribed and executed the foregoing Assignment for the purposes and uses therein expressed.

Paula R. Williams
Notary Public



Full Name of Seventh Joint Inventor: **Teddy D. Zmrhal**

Residential Street Address: **68 West Cypress Street**

Inventor's Signature: _____

Date: _____

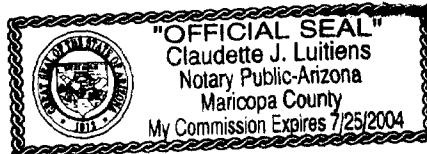
Teddy D. Zmrhal

STATE OF Arizona
COUNTY OF Maricopa

On 5-2-2000, 2000, Teddy D. Zmrhal appeared before me, a Notary Public in and for the State and County aforesaid, and acknowledged that he freely and voluntarily subscribed and executed the foregoing Assignment for the purposes and uses therein expressed.

Claudette J. Luitiens
Notary Public

(SEAL)



Full Name of Second Joint Inventor: Scott L. Mitchell
Residential Street Address: 4865 East Caida Del Sol
City and State and Zip: Paradise Valley, Arizona 85253
Inventor's Signature: _____
Date: _____

STATE OF _____
COUNTY OF _____

On _____, 2000, Scott L. Mitchell appeared before me, a Notary Public in and for the State and County aforesaid, and acknowledged that he freely and voluntarily subscribed and executed the foregoing Assignment for the purposes and uses therein expressed.

Notary Public (SEAL)

Full Name of Third Joint Inventor: Darius Navabi
Residential Street Address: 3418 East Tere Street
City and State and Zip: Phoenix, Arizona 85044
Inventor's Signature: *Darius Navabi*
Date: 3/24/01

STATE OF ARIZONA
COUNTY OF MARICOPA

On MARCH 24, 2000, Darius Navabi appeared before me, a Notary Public in and for the State and County aforesaid, and acknowledged that he freely and voluntarily subscribed and executed the foregoing Assignment for the purposes and uses therein expressed.

Jeffrey Halim
Notary Public (SEAL)

