

Form PTO-1595
(Rev. 10/02)

RECORDATION FORM COVER SHEET
PATENTS ONLY

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

OMB No. 0651-0027 (exp. 6/30/2005)

Tab settings

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

1. Name of conveying party(ies):

Robert Alcorn Dorothy R. Brown
Scott N. Perian Christopher E. Etesse
John S. Fontaine David Yaskin
Daniel F. Rinzel

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: Blackboard Inc.

Internal Address: _____

Street Address: 1899 L Street NW, 5th Floor

City: Washington State: DC Zip: 20036

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

3. Nature of conveyance:

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

Execution Date: 2/18/04; 2/19/04; 2/23/04

Execution Date: 2/25/04

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

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

A. Patent Application No.(s) 10/643,074

B. Patent No.(s) _____

Additional numbers attached? Yes No

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

Name: Wayne M. Kennard

Internal Address: Hale and Dorr LLP

Street Address: 60 State Street

City: Boston State: MA Zip: 02109

6. Total number of applications and patents involved:

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

08-0219

DO NOT USE THIS SPACE

9. Signature.

Rajesh Vallabh, Reg. No. 35,761

Name of Person Signing

Rajesh Vallabh
Signature

4-9-04

Date

Total number of pages including cover sheet, attachments, and documents: 10

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

PATENT

REEL: 014508 FRAME: 0720

700077643

CH \$40.00 080219 10643074

ASSIGNMENT

WHEREAS, we, **Robert L. Alcorn**, being a citizen of The United States, residing at 4415 4th Street, Arlington, VA 22204; **Dorothy R. Brown**, being a citizen of The United States, residing at 3514 8th Street, S. Arlington, VA 22204; **Christopher Etesse**, being a citizen of The United States, residing at 6002 Schoolhouse Woods Road, Burke, VA 22015; **John S. Fontaine**, being a citizen of The United States, residing at 3514 8th Street, S. Arlington, VA 22204; **Scott N. Perian**, being a citizen of The United States, residing at 3455 Table Mesa Drive #J-212, Boulder, Colorado 80305; **Daniel F. Rinzel, Jr.** being a citizen of The United States, residing at 932 Rolfe Street, S. Arlington, VA 22204; and **David Yaskin**, being a citizen of The United States, residing at 1802 N. Danville Street, Arlington, VA 22201 are co-inventors of certain new and useful inventions and discoveries, for which an application for Letters Patent entitled "**Internet-Based Education Support System, Method and Medium Providing Security Attributes In Modular, Extensible Components**," was filed with the United States Patent and Trademark Office on August 19, 2003, and assigned United States Patent Application Number 10/643,074; and

WHEREAS, **Blackboard Inc.**, a Delaware corporation, whose business address is 1899 L Street, N.W., 5th Floor, Washington, D.C. 20036, and which, together with its successors and assigns is hereinafter called "ASSIGNEE," is desirous of acquiring the title, rights, benefits, and privileges hereinafter recited;

NOW, THEREFORE, for and in consideration of good and valuable consideration furnished by ASSIGNEE to us, receipt and sufficiency of which we hereby acknowledge, we hereby, without reservations:

1. Assign, transfer, and convey to ASSIGNEE my entire right, title, and interest in and to said inventions and discoveries, said application for Letters Patent, any and all other applications for Letters Patent on said inventions and discoveries in whatsoever countries, including all divisional, renewal, substitute, continuation, continuation-in-part, continued prosecution applications, and convention applications based in whole, or in part, upon said inventions or discoveries, or upon said applications, and any and all Letters Patents, reissues, and extensions of Letters Patent granted for said inventions and discoveries or upon said applications, and every priority right that is or may be predicated upon, or arise from, said inventions, said discoveries, said applications, and said Letters Patent;

2. Authorize ASSIGNEE to file patent applications in any or all countries on any or all of said inventions and discoveries in my name or in the name of ASSIGNEE or otherwise as ASSIGNEE may deem advisable, under International Conventions or otherwise;

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3. Authorize and request the Commissioner of Patents and Trademarks of the United States of America and the empowered officials of all other governments throughout the world to issue or transfer all said Letters Patents to ASSIGNEE, as assignee of the entire right, title, and interest therein or otherwise as ASSIGNEE may direct;

4. Warrant that I have not knowingly conveyed to others any right in said inventions, discoveries, applications, or patents, or any license to use the same, or to make, use, or sell anything embodying or utilizing any of said inventions or discoveries; and that I have good right to assign the same to ASSIGNEE without encumbrance;

5. Bind my heirs, legal representatives, and assigns, as well as myself, to do, upon ASSIGNEE's request and at ASSIGNEE's expense, but without additional consideration to me or them, all acts reasonably serving to assure that said inventions and discoveries, said patent applications, and said Letters Patents shall be held and enjoyed by ASSIGNEE as fully and entirely as the same could have been held and enjoyed by me, my heirs, legal representatives, and assigns if this Assignment had not been made; and particularly to execute and deliver to ASSIGNEE all lawful application documents including petitions, specifications, and oaths, and all assignments, disclaimers, and lawful affidavits in form and substance as may be requested by ASSIGNEE; and to communicate to ASSIGNEE all facts known to me relating to said inventions and discoveries or the history thereof, and to testify as to the same in any court or proceeding; and to furnish ASSIGNEE any and all documents, photographs, models, samples, and other physical exhibits in my control or in the control of my heirs, legal representatives, or assigns which may be useful for establishing the facts of my conceptions, disclosures, and reduction to practice of said inventions and discoveries.

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this 27 day of

February, ~~2003~~
2004



Robert L. Alcorn

State of _____)	
County of _____)	
Then personally appeared before me this _____ day of _____, 2003, the above named Robert L. Alcorn who acknowledged the forgoing instrument to be his free act and deed.	
_____ Notary Public	

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IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this 23 day of February, 2003.



Scott N. Perian

State of _____)
County of _____)

Then personally appeared before me this _____ day of _____, 2003, the above named Scott N. Perian who acknowledged the forgoing instrument to be his free act and deed.

Notary Public

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this _____ day of _____, 2003.

John S. Fontaine

State of _____)
County of _____)

Then personally appeared before me this _____ day of _____, 2003, the above named John S. Fontaine who acknowledged the forgoing instrument to be his free act and deed.

Notary Public

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this _____ day of _____, 2003.

Daniel F. Rinzel

State of _____)
County of _____)

Then personally appeared before me this _____ day of _____, 2003, the above named Daniel F. Rinzel who acknowledged the forgoing instrument to be his free act and deed.

Notary Public

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IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this _____ day of _____, 2003.

Scott N. Perian

State of _____) County of _____) Then personally appeared before me this _____ day of _____, 2003, the above named Scott N. Perian who acknowledged the forgoing instrument to be his free act and deed. _____ Notary Public
--

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this 23 day of January, 2004.


John S. Fontaine

State of _____) County of _____) Then personally appeared before me this _____ day of _____, 2003, the above named John S. Fontaine who acknowledged the forgoing instrument to be his free act and deed. _____ Notary Public

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this _____ day of _____, 2003.

Daniel F. Rinzel

State of _____) County of _____) Then personally appeared before me this _____ day of _____, 2003, the above named Daniel F. Rinzel who acknowledged the forgoing instrument to be his free act and deed. _____ Notary Public

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IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this _____ day of _____, 2003.

Scott N. Perian

State of _____)
County of _____)

Then personally appeared before me this _____ day of _____, 2003, the above named Scott N. Perian who acknowledged the forgoing instrument to be his free act and deed.

Notary Public

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this _____ day of _____, 2003.

John S. Fontaine

State of _____)
County of _____)

Then personally appeared before me this _____ day of _____, 2003, the above named John S. Fontaine who acknowledged the forgoing instrument to be his free act and deed.

Notary Public

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this 18th day of February, 2004.

[Signature]

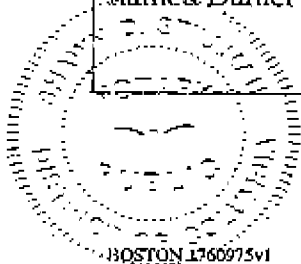
Daniel F. Rinzel *FR*

State of District of Columbia
County of UNITED STATES

Then personally appeared before me this 18 day of Feb, 2004, the above named Daniel F. Rinzel who acknowledged the forgoing instrument to be his free act and deed.

[Signature]

Notary Public



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IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this 19 day of

February, 2003.

Dorothy R. Brown
Dorothy R. Brown

State of _____)
County of _____)

Then personally appeared before me this _____ day of _____, 2003, the above named Dorothy R. Brown who acknowledged the forgoing instrument to be his free act and deed.

Notary Public

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this _____ day of _____, 2003.

Christopher E. Etesse

State of _____)
County of _____)

Then personally appeared before me this _____ day of _____, 2003, the above named Christopher E. Etesse who acknowledged the forgoing instrument to be his free act and deed.

Notary Public

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this _____ day of _____, 2003.

David Yaskin

State of _____)
County of _____)

Then personally appeared before me this _____ day of _____, 2003, the above named David Yaskin who acknowledged the forgoing instrument to be his free act and deed.

Notary Public

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IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this _____ day of _____, 2003.

Dorothy R. Brown

State of _____)
County of _____)

Then personally appeared before me this _____ day of _____, 2003, the above named Dorothy R. Brown who acknowledged the forgoing instrument to be his free act and deed.

Notary Public

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this 25th day of February, 2003.



Christopher E. Etesse

State of _____)
County of _____)

Then personally appeared before me this _____ day of _____, 2003, the above named Christopher E. Etesse who acknowledged the forgoing instrument to be his free act and deed.

Notary Public

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this _____ day of _____, 2003.

David Yaskin

State of _____)
County of _____)

Then personally appeared before me this _____ day of _____, 2003, the above named David Yaskin who acknowledged the forgoing instrument to be his free act and deed.

Notary Public

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IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this _____ day of _____, 2003.

Dorothy R. Brown

State of _____)
County of _____)

Then personally appeared before me this _____ day of _____, 2003, the above named Dorothy R. Brown who acknowledged the forgoing instrument to be his free act and deed.

Notary Public

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this _____ day of _____, 2003.

Christopher E. Etesse

State of _____)
County of _____)

Then personally appeared before me this _____ day of _____, 2003, the above named Christopher E. Etesse who acknowledged the forgoing instrument to be his free act and deed.

Notary Public

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this 25 day of February, 2003.



David Yaskin

State of _____)
County of _____)

Then personally appeared before me this _____ day of _____, 2003, the above named David Yaskin who acknowledged the forgoing instrument to be his free act and deed.

Notary Public