

ASSIGNMENT RECORDATION FORM COVER SHEET *Patents Only*

To the Director of the Patent and Trademark Office:  
Please record the attached original documents or copy thereof.

Attorney Dkt. No.: 048744/276821

1. Name of conveying party(ies):  
  
William Michael Abrams  
Ricky Lee Johnson  
  
Additional name(s) of conveying party(ies) attached? Yes  No

2. Name and address of receiving party(ies):  
  
Vitalsource Technologies, Inc.  
234 Fayetteville Street, Suite 300  
Raleigh, NC 27601  
  
Additional name(s) & address(es) attached? Yes  No

3. Nature of conveyance:  
  
 Assignment  
 Merger  
 Security Agreement  
 Change of Name  
 Other \_\_\_\_\_  
Execution Date: September 7, 2004  
September 21, 2004

4. Application No. 10/860,994 Patent No. \_\_\_\_\_  
  
If this document is being filed together with a new application, the execution date of the application is:  
  
Additional numbers attached? Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
  
ALSTON & BIRD LLP  
Bank of America Plaza  
101 South Tryon Street, Suite 4000  
Charlotte, NC 28280-4000

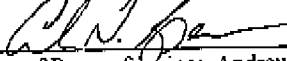
6. Total number of applications and patents involved:  
  
One (1)

7. Total fee (37 CFR 3.41) \$40.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number: 16-0605

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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.*

  
Name of Person Signing: Andrew T. Spence  
Reg. No. 45.699

9/21/04  
Date

Total number of pages including cover sheet, attachments, and document: Six (6)

USPTO Fax Number for New Assignments (703) 306-5995

CLT01/4669858v1

CFR \$40.00 160605 10860994

**ASSIGNMENT**

THIS ASSIGNMENT, made by us, William Michael Abrams, citizen of the United States of America, residing at 2307 Cattail Road, Searcy, Arkansas 72143; and Ricky Lee Johnson, citizen of the United States of America, residing at 11215 N. 54<sup>th</sup> Street., Scottsdale, Arizona 85254, respectively;

WITNESSETH: That,

WHEREAS, we are the joint inventors of certain new and useful improvements in SYSTEM, METHOD AND COMPUTER PROGRAM PRODUCT FOR MANAGING AND ORGANIZAING PIECES OF CONTENT for which an application for United States Letters Patent has been filed in the United States Patent and Trademark Office on June 4, 2004, under Application No. 10/860,994, and

WHEREAS, VITALSOURCE TECHNOLOGIES, INC., a Delaware corporation having a principal place of business at 234 Fayetteville Street, Suite 300, Raleigh, North Carolina, hereinafter referred to as assignee, is desirous of acquiring the entire right, title and interest in and to said invention as described in said application, and in and to any and all Letters Patent which shall be granted therefor in the United States of America and all foreign countries;


NOW, THEREFORE, To Whom It May Concern, be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, we have sold and by these presents do hereby sell, assign, transfer, and convey unto the said assignee, its successors and assigns, the entire right, title, and interest in and to the said invention and application, and in and to any and all continuations, continuations-in-part, or divisions thereof, and in and to any and all Letters Patent of the United States of America and all foreign countries or reissues, reexaminations, or extensions thereof which may be granted therefor or thereon, for the full end of the term for which said Letters Patent may be granted, together with the right to claim the priority of said application in all foreign countries in accordance with the International Convention, the same to be held and enjoyed by said assignee, its successors and assigns, as fully and entirely as the same would have been held and enjoyed by us if this assignment and sale had not been made.

We hereby request that said Letters Patent be issued in accordance with this assignment.

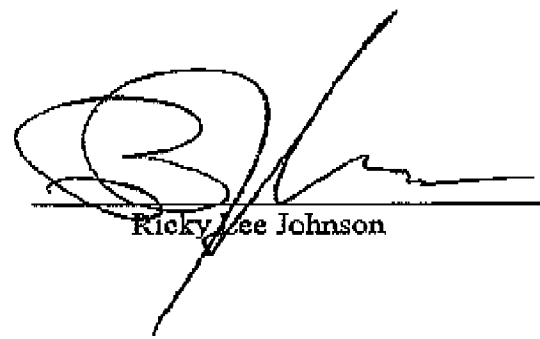
We further covenant and agree that, at the time of the execution and delivery of these presents, we possess full title to the invention and application above-mentioned, and that we have the unencumbered right and authority to make this assignment.

We further covenant, and agree to bind our heirs, legal representatives, and assigns, promptly to communicate to said assignee or its representatives any facts known to us relating to said invention, to testify in any interference or legal proceedings involving said invention, to execute any additional papers which may be requested to confirm the right of the assignee, its representatives, successors, or assigns to secure patent or similar protection for the said invention in all countries and to vest in the assignee complete title to the said invention and Letters Patent, without further compensation, but at the expense of said assignee, its successors, assigns, and other legal representatives.

IN WITNESS WHEREOF, we have hereunto set our hands and seals on this 7<sup>th</sup> day of September, 2004.

  
\_\_\_\_\_  
William Michael Abrams (SEAL)

IN WITNESS WHEREOF, we have hereunto set our hands and seals on this 21<sup>st</sup>  
day of September, 2004.

  
\_\_\_\_\_  
Ricky Lee Johnson (SEAL)

CLT01/16634ZZv1

STATE OF Arkansas )

COUNTY OF White )

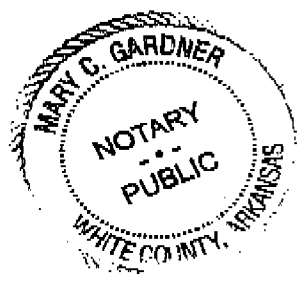
I, Mary C. Gardner, a Notary Public for said County and State, do hereby certify that William Michael Abrams personally appeared before me this day and acknowledged the due execution of the foregoing instrument.

Witness my hand and official seal, this the 7 day of September, 2004.

(Official Seal)

Mary C. Gardner  
Notary Public

My commission expires: 10-9-2006

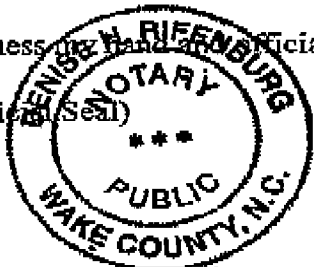


STATE OF North Carolina )  
 )  
COUNTY OF Wake )

I, Denise H. Rifeburg, a Notary Public for said County and State, do hereby certify that Ricky Lee Johnson personally appeared before me this day and acknowledged the due execution of the foregoing instrument.

Witness my hand and official seal, this the 21<sup>st</sup> day of September, 2004.

(Official Seal)



Denise H. Rifeburg  
Notary Public

My commission expires: 08/18/2007