

Form PTO-1595 (Rev. 09/04)
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U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET PATENTS ONLY

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):
 Timothy Rotau Chi
 Daniel Cane
 Lara Oerter
 Jessica Finnefrock
 Deborah Everhart and Michael Lewis Chasen
 Execution Date(s) 11/23/04, 12/7/04, 12/8/04, 12/10/04
 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: D.C.
 Country: USA Zip: 20036
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Government Interest Assignment
 Executive Order 9424, Confirmatory License
 Other _____

4. Application or patent number(s): This document is being filed together with a new application.
 A. Patent Application No.(s)
10/918,016
 Additional numbers attached? Yes No

B. Patent No.(s)

5. Name and address to whom correspondence concerning document should be mailed:
 Name: Wayne M. Kennard
 Internal Address: Wilmer Cutler Pickering
Hale and Dorr LLP
 Street Address: 60 State Street
 City: Boston
 State: MA Zip: 02109
 Phone Number: (617) 526-6000
 Fax Number: (617) 526-5000
 Email Address: wayne.kennard@wilmerhale.com

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 1.21(h) & 3.41) \$ 40.00
 Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed
 None required (government interest not affecting title)

8. Payment Information
 a. Credit Card Last 4 Numbers _____
 Expiration Date _____
 b. Deposit Account Number 08-0219
 Authorized User Name Rajesh Vallabh

9. Signature: Rajesh Vallabh Signature
12-16-04 Date
 Rajesh Vallabh, Reg. No. 35,761
 Name of Person Signing

Total number of pages including cover sheet, attachments, and documents: 6

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5996, or mailed to:
 Mail Stop Assignment Recordation Services, Director of the USPTO, P.O.Box 1450, Alexandria, V.A. 22313-1450

CH \$40.00 080219 10918016

ASSIGNMENT

WHEREAS, we, **Timothy Rotau Chi**, being a citizen of The United States and residing at 21 Harris Street, Unit #1, Cambridge, Massachusetts 02140; **Daniel Cane**, being a citizen of The United States and residing at 1116 25th Street, NW #3, Washington DC 20037; **Lara Oerter**, being a citizen of The United States residing at 3856 Porter Street, NW, Washington DC 20036; **Jessica Finnefrock**, being a citizen of the United States and residing at 1600 Prince Street, #213, Alexandria, Virginia 22314; **Deborah Everhart**, being a citizen of The United States and residing at 4210 38th Street, NW, Washington DC 20016; and **Michael Lewis Chasen**, being a citizen of The United States residing at 8000 Ashborough Court, Chevy Chase, Maryland 20815 are Inventors of certain new and useful inventions and discoveries, for which we have made an application for a United States Patent entitled "**CONTENT SYSTEM AND ASSOCIATED METHODS**," also identified as Attorney Docket Number 114049.133, the specification of which was filed with the United States Patent and Trademark Office on August 13, 2004, and has been assigned Serial Number 10/918,016.

WHEREAS, **Blackboard Inc.**, a Delaware corporation whose business address is 1899 L Street NW, 5th Floor, Washington, D.C. 20036, United States of America, 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 our employment by ASSIGNEE and other 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 the entire right, title, and interest in and to said inventions and discoveries, said United States Patent Application, any and all other applications for Letters Patent(s) on said inventions and discoveries in whatsoever countries, including all divisional, renewal, substitute, continuation, continuation-in-part, reexamination and convention applications based in whole, or in part, upon said inventions or discoveries, or upon said United States Patent Application, and any and all Letters Patent(s), reissues, and extensions of Letters Patent(s) granted for said inventions and discoveries or upon said

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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(s);

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

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 Patent(s) to ASSIGNEE, as assignee of the entire right, title, and interest therein or otherwise as ASSIGNEE may direct;

4. Warrant that we 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 we have good right to assign the same to ASSIGNEE without encumbrance;

5. Bind our heirs, legal representatives, and assigns, as well as ourselves, to do, upon ASSIGNEE's request and at ASSIGNEE's expense, but without additional consideration to either us or them, all acts reasonably serving to assure that said inventions and discoveries, said patent applications, and said Letters Patent(s) shall be held and enjoyed by ASSIGNEE as fully and entirely as the same could have been held and enjoyed by us, our 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 us 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

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physical exhibits in our control or in the control of our heirs, legal representatives, or assigns which may be useful for establishing the facts of our conceptions, disclosures, and reduction to practice of said inventions and discoveries.

WITNESS my hand and seal this 10 day of DECEMBER, 2004.

By: 
Timothy Rotau Chi

On this ___ day of _____, 20___, before me, the undersigned Notary public, personally appeared _____, proved To me through satisfactory evidence of identification to be the person whose name is signed on the preceding or attached document in my presence.

Signature and seal of notary

WITNESS my hand and seal this 7 day of December, 2004.

By: 
Daniel Crane

On this ___ day of _____, 20___, before me, the undersigned Notary public, personally appeared _____, proved To me through satisfactory evidence of identification to be the person whose name is signed on the preceding or attached document in my presence.

Signature and seal of notary

WITNESS my hand and seal this 23 day of November, 2004.

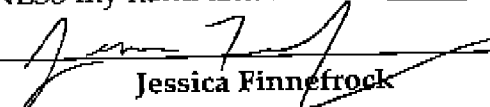
By: 
Lara Oerter

On this ___ day of _____, 20___, before me, the undersigned Notary public, personally appeared _____, proved To me through satisfactory evidence of identification to be the person whose name is signed on the preceding or attached document in my presence.

Signature and seal of notary

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WITNESS my hand and seal this 8 day of December, 2004.

By: 
Jessica Finnefrock

On this ___ day of _____, 20___, before me, the undersigned
Notary public, personally appeared _____, proved
To me through satisfactory evidence of identification to be the person whose name is signed on
the preceding or attached document in my presence.

Signature and seal of notary

WITNESS my hand and seal this 7 day of Dec., 2004.

By: 
Deborah Everhardt

On this ___ day of _____, 20___, before me, the undersigned
Notary public, personally appeared _____, proved
To me through satisfactory evidence of identification to be the person whose name is signed on
the preceding or attached document in my presence.

Signature and seal of notary

WITNESS my hand and seal this 7 day of December, 2004.

By: 
Michael Lewis Chasen

On this ___ day of _____, 20___, before me, the undersigned
Notary public, personally appeared _____, proved
To me through satisfactory evidence of identification to be the person whose name is signed on
the preceding or attached document in my presence.

Signature and seal of notary