

PATENT ASSIGNMENT

Electronic Version v1.1

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SUBMISSION TYPE:	NEW ASSIGNMENT												
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY												
CONVEYING PARTY DATA													
<table border="1"><thead><tr><th>Name</th><th>Execution Date</th></tr></thead><tbody><tr><td>Triad LC</td><td>07/21/2001</td></tr><tr><td>CMB Capital LLC</td><td>07/21/2001</td></tr><tr><td>Clay M. Biddinger</td><td>07/21/2001</td></tr></tbody></table>		Name	Execution Date	Triad LC	07/21/2001	CMB Capital LLC	07/21/2001	Clay M. Biddinger	07/21/2001				
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RECEIVING PARTY DATA													
<table border="1"><tr><td>Name:</td><td>Experient Holdings, Inc.</td></tr><tr><td>Street Address:</td><td>2501 Monument Avenue</td></tr><tr><td>Internal Address:</td><td>The Branch House</td></tr><tr><td>City:</td><td>Richmond</td></tr><tr><td>State/Country:</td><td>VIRGINIA</td></tr><tr><td>Postal Code:</td><td>23220</td></tr></table>		Name:	Experient Holdings, Inc.	Street Address:	2501 Monument Avenue	Internal Address:	The Branch House	City:	Richmond	State/Country:	VIRGINIA	Postal Code:	23220
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PROPERTY NUMBERS Total: 1													
<table border="1"><thead><tr><th>Property Type</th><th>Number</th></tr></thead><tbody><tr><td>Patent Number:</td><td>6654748</td></tr></tbody></table>		Property Type	Number	Patent Number:	6654748								
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CORRESPONDENCE DATA													
Fax Number: (215)655-2286 <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>													
Email: trademarks@dechert.com													
Correspondent Name: Jacob Bishop													
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ATTORNEY DOCKET NUMBER:	109972												
NAME OF SUBMITTER:	Jacob Bishop												
Total Attachments: 4 source=EXPERIENT#page1.tif													

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IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

	*	
IN RE: EXPERIENT HOLDINGS, INC., <i>et al.</i> ,	*	
	*	
Debtor.	*	Chapter 7
	*	Case No. 01-32333-DOT

ORDER AUTHORIZING DISBURSEMENT OF SALES PROCEEDS

THIS MATTER COMES before the Court upon the motion of Keith L. Phillips, Trustee for the Bankruptcy Estate of Experient Holdings, Inc. *et al.*, for authority to disburse certain proceeds from the sale of property of the estate (the "Motion to Disburse"). In connection therewith the Court makes the following findings of fact and conclusions of law:

1. The matters raised in the Motion to Disburse are core matters pursuant to 28 U.S.C. § 157(b).
2. This Court has subject matter jurisdiction over the Motion to Disburse and all necessary parties pursuant to 28 U.S.C. §§ 157(a) and 1334(b).
3. Keith L. Phillips is the duly appointed Trustee for the bankruptcy estate.
4. The assets of the estate include an interest in certain computer eLearning software featuring a mobile application deployment platform known as "Calypso" (collectively the "Calypso Software").
5. The Court has entered an Order approving a compromise between the Trustee and Ivor Massey, Jr., Triad, LC, Clay M. Biddinger, and CMB Capital LLC (collectively the

“Secured Creditors”) concerning the disposition of the assets of the estate (the “Approved Compromise”).

6. On June 8, 2001, the Trustee entered into an Asset Purchase Agreement (the “Agreement”) with RWD Technologies, Inc. (“RWD”) for the sale and purchase of the Calypso Software and certain related assets (the “Assets”) more particularly described in the Agreement.

7. On June 24, 2001, the Court entered an Order approving the sale of the Assets to RWD free and clear of all liens and encumbrances, with said liens and encumbrances, if any, to attach to the net proceeds of sale (the “Order Authorizing Sale”).

8. Pursuant to the Order Authorizing Sale and the Agreement, the Trustee has consummated the sale of the Assets to RWD. The Trustee is holding \$750,000.00 from the sale of the Assets.

9. As recognized in the Approved Compromise, the Order Authorizing Sale and the Order authorizing Trustee to Sell Property of the Estate and Shortening Notice of Motion, the net proceeds from the sale of the Assets are subjected to certain liens in favor of the Secured Creditors.

10. The Trustee seeks authority to disburse the net proceeds from the sale of the Assets pursuant to the Approved Compromise reached with the Secured Creditors.

11. The Trustee provided proper notice of the Motion to Disburse to all creditors and parties in interest, and no objection was filed to thereto.

**UPON DUE CONSIDERATION OF THE ABOVE, IT IS ORDERED, ADJUDGED
AND DECREED THAT:**

1. The Motion to Disburse is granted.

2. The Trustee is hereby authorized to disburse the net sales proceeds to the Secured Creditors less (i) the Trustee's actual and anticipated administrative expenses, including those incurred by the Trustee with respect to the preservation or sale of the Assets and the Other Assets, and (ii) the expenses incurred by the Secured Creditors with respect to the Debtor or the sale, preservation or maintenance of the Debtor's assets after the filing of the involuntary petition, which sum shall be paid upon approval by the Court.

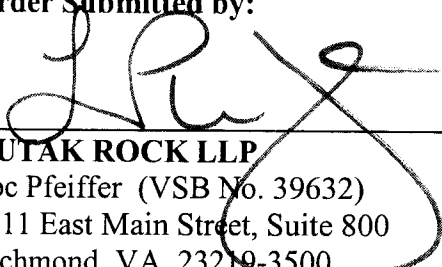
3. The Clerk shall mail copies of this Order to Mr. Pfeiffer and the parties on the Service List.

ENTERED: JUL 27 2001



JUDGE

Order Submitted by:



KUTAK ROCK LLP
Loc Pfeiffer (VSB No. 39632)
1111 East Main Street, Suite 800
Richmond, VA 23219-3500
(804) 644-1700
Counsel for Keith L. Phillips, Trustee

NOTICE OF JUDGMENT & ORDER
Entered on Docket **JUL 27 2001**

SERVICE LIST

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Richmond, VA 23220

Michael P. Falzone, Esquire
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