

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
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Assignment ID: PATI178143

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	FIRST LIEN PATENT SECURITY AGREEMENT
CONVEYING PARTY DATA	
Name	Execution Date
Blackboard LLC (f/k/a Blackboard Inc.)	04/19/2024
RECEIVING PARTY DATA	
Company Name:	JPMORGAN CHASE BANK, N.A., as Administrative Agent
Street Address:	10 S. Dearborn
Internal Address:	Floor L2 IL1-1145
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60603
PROPERTY NUMBERS Total: 16	
Property Type	Number
Patent Number:	8326659
Patent Number:	9053500
Patent Number:	7908602
Patent Number:	8745222
Patent Number:	8340992
Patent Number:	8340991
Patent Number:	8265968
Patent Number:	8315893
Patent Number:	8340993
Patent Number:	8700508
Patent Number:	8271420
Patent Number:	7788207
Patent Number:	8412794
Patent Number:	8875047
Patent Number:	8341114
Patent Number:	9269324
CORRESPONDENCE DATA	
Fax Number:	
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent	
PATENT	

using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 8004945225
Email: ipteam@cogencyglobal.com
Correspondent Name: Stewart Walsh
Address Line 1: 1025 Connecticut Ave NW, Suite 712
Address Line 2: Cogency Global Inc.
Address Line 4: Washington, DISTRICT OF COLUMBIA 20036

ATTORNEY DOCKET NUMBER:	2334177 PAT
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NAME OF SUBMITTER:	Andrew Hackett
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SIGNATURE:	Andrew Hackett
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DATE SIGNED:	04/19/2024
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Total Attachments: 6

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FIRST LIEN PATENT SECURITY AGREEMENT

This First Lien Patent Security Agreement, dated as of April 19, 2024 (this “**Patent Security Agreement**”), by BLACKBOARD LLC, a Delaware limited liability company (the “**Grantor**”), in favor of JPMORGAN CHASE BANK, N.A., in its capacity as administrative agent for the Secured Parties (as defined in the Security Agreement (as defined below)) (in such capacity, together with its successors and assigns, the “**Administrative Agent**”).

W I T N E S S E T H:

WHEREAS, the Grantor is party to a First Lien Security Agreement dated as of April 19, 2024 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “**Security Agreement**”) among Astra Intermediate Holding Corp., a Delaware corporation (“**Holdings**”), Astra Acquisition Corp., a Delaware corporation (“**A Corp.**”), Blackboard LLC, a Delaware limited liability company (“**Blackboard**”), the other Grantors (as defined therein) party thereto and the Administrative Agent, pursuant to which the Grantor is required to execute and deliver this Patent Security Agreement;

NOW, THEREFORE, in consideration of the premises and to induce the Lenders to extend credit, and the L/C Issuers to issue Letters of Credit, to the Borrowers, the Grantor hereby agrees with the Administrative Agent as follows:

SECTION 1. Defined Terms. Unless otherwise defined herein, terms defined in the Security Agreement and used herein have the meaning given to them in the Security Agreement.

SECTION 2. Grant of Security Interest in Patent Collateral. The Grantor hereby pledges and grants to the Administrative Agent for the benefit of the Secured Parties a lien on and security interest in and to all of its right, title and interest in, to and under all the following Collateral (excluding any and all Excluded Assets) of the Grantor:

(a) Patents of the Grantor listed on Schedule I attached hereto and all proceeds and products of the foregoing.

SECTION 3. The Security Agreement. The security interest granted pursuant to this Patent Security Agreement is granted in furtherance, and not in limitation, of the security interest granted to the Administrative Agent pursuant to the Security Agreement and the Grantor hereby acknowledges and affirms that the rights and remedies of the Administrative Agent with respect to the security interest in the Patents made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. In the event that any provision of this Patent Security Agreement is deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall control unless the Administrative Agent shall otherwise determine.

SECTION 4. Termination. Upon the termination of the Security Agreement in accordance with Section 6.11 thereof, or the release of the Security Interest in the Patents subject to this Patent Security Agreement, the Administrative Agent shall, at the expense of the Grantor, execute, acknowledge, and deliver to the Grantor an instrument in writing in recordable form releasing the lien on and security interest in the Patents under this Patent Security Agreement.

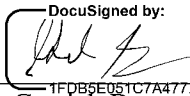
SECTION 5. Counterparts. This Patent Security Agreement may be executed in any number of counterparts, all of which shall constitute one and the same instrument, and any party hereto may execute this Patent Security Agreement by signing and delivering one or more counterparts.

[Signature pages follow.]

IN WITNESS WHEREOF, the undersigned have caused this IP Security Agreement to be duly executed and delivered as of the date first above written.

GRANTORS:

BLACKBOARD LLC

By:  DocuSigned by:
1FDB9E051C7A477....
Name: Garrick Bernstein
Title: Chief Financial Officer

JPMORGAN CHASE BANK, N.A.,
as Administrative Agent

By: 
Name: Christine Lathrop
Title: Executive Director

Schedule I to

**PATENT SECURITY AGREEMENT P
PATENTS AND PATENT APPLICATIONS**

Patents:

Owner	Title	Application Date	Patent No.	Owner
Blackboard LLC (f/k/a Blackboard Inc.)	METHOD AND SYSTEM FOR ASSESSMENT WITHIN A MULTI-LEVEL ORGANIZATION	2/27/2006	8326659	Blackboard LLC (f/k/a Blackboard Inc.)
Blackboard LLC (f/k/a Blackboard Inc.)	INTERNET-BASED EDUCATION SUPPORT SYSTEM AND METHOD WITH MULTI-LANGUAGE CAPABILITY	5/22/2003	9053500	Blackboard LLC (f/k/a Blackboard Inc.)
Blackboard LLC (f/k/a Blackboard Inc.)	INTERNET-BASED EDUCATION SUPPORT SYSTEM, METHOD AND MEDIUM PROVIDING SECURITY ATTRIBUTES IN MODULAR, EXTENSIBLE COMPONENTS	8/19/2003	7908602	Blackboard LLC (f/k/a Blackboard Inc.)
Blackboard LLC (f/k/a Blackboard Inc.)	CONTENT SYSTEM AND ASSOCIATED METHODS	8/13/2004	8745222	Blackboard LLC (f/k/a Blackboard Inc.)
Blackboard LLC (f/k/a Blackboard Inc.)	METHOD AND SYSTEM FOR AN ASSESSMENT INITIATIVE WITHIN A MULTI-LEVEL ORGANIZATION	4/4/2006	8340992	Blackboard LLC (f/k/a Blackboard Inc.)
Blackboard LLC (f/k/a Blackboard Inc.)	METHOD AND SYSTEM FOR FLEXIBLE MODELING OF A MULTI-LEVEL ORGANIZATION FOR PURPOSES OF ASSESSMENT	4/4/2006	8340991	Blackboard LLC (f/k/a Blackboard Inc.)
Blackboard LLC (f/k/a Blackboard Inc.)	METHOD AND SYSTEM FOR ACADEMIC CURRICULUM PLANNING AND ACADEMIC CURRICULUM MAPPING	4/12/2006	8265968	Blackboard LLC (f/k/a Blackboard Inc.)
Blackboard LLC (f/k/a Blackboard Inc.)	METHOD AND SYSTEM FOR SELECTIVE DEPLOYMENT OF INSTRUMENTS WITHIN AN ASSESSMENT MANAGEMENT SYSTEM	4/12/2006	8315893	Blackboard LLC (f/k/a Blackboard Inc.)
Blackboard LLC (f/k/a Blackboard Inc.)	METHOD AND SYSTEM FOR IMPORTING AND EXPORTING ASSESSMENT PROJECT RELATED DATA	4/12/2006	8340993	Blackboard LLC (f/k/a Blackboard Inc.)
Blackboard LLC (f/k/a Blackboard Inc.)	SYSTEMS AND METHODS FOR PROVIDING SPENDING INFORMATION AND BUDGETING RECOMMENDATIONS TO STUDENTS	5/6/2008	8700508	Blackboard LLC (f/k/a Blackboard Inc.)
Blackboard LLC (f/k/a Blackboard Inc.)	SYSTEMS AND METHODS FOR INTEGRATING EDUCATIONAL SOFTWARE SYSTEMS	12/31/2008	8271420	Blackboard LLC (f/k/a Blackboard Inc.)
Blackboard LLC (f/k/a Blackboard Inc.)	SYSTEMS AND METHODS FOR INTEGRATING EDUCATIONAL SOFTWARE SYSTEMS	7/9/2007	7788207	Blackboard LLC (f/k/a Blackboard Inc.)

Owner	Title	Application Date	Patent No.	Owner
Blackboard LLC (f/k/a Blackboard Inc.)	MOBILE INTEGRATION OF USER-SPECIFIC INSTITUTIONAL CONTENT	10/1/2009	8412794	Blackboard LLC (f/k/a Blackboard Inc.)
Blackboard LLC (f/k/a Blackboard Inc.)	SMART DOCKING FOR WINDOWING SYSTEMS	8/31/2010	8875047	Blackboard LLC (f/k/a Blackboard Inc.)
Blackboard LLC (f/k/a Blackboard Inc.)	SYSTEM FOR UPDATING INFORMATION STORED ON A REMOTE DEVICE	11/12/2010	8341114	Blackboard LLC (f/k/a Blackboard Inc.)
Blackboard LLC (f/k/a Blackboard Inc.)	ORIENTATION AWARE APPLICATION DEMONSTRATION INTERFACE	6/29/2012	9269324	Blackboard LLC (f/k/a Blackboard Inc.)

Patent Applications:

None.