

11-07-2002
102274535

To the Honorable Commissioner of Patents

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Riverdeep Group plc

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

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

2. Name and address of receiving party(ies)

Name: Riverdeep Interactive Leaning Limited

Internal Address: Styne House, 3rd Floor

Street Address: Upper Hatch Street

City: Dublin 2 State: Ireland Zip:

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Ireland
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

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

Execution Date: October 8, 2002

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

A. Trademark Application No.(s)

76/079951

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: Elizabeth L. Plitzuweit

Internal Address: Nixon Peabody LLP

Street Address: 101 Federal Street

City: Boston State: MA Zip: 02110

6. Total number of applications and registrations involved:

1

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-0850

(Attach duplicate copy of this page if paying by deposit account)

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01 FC:85219

DO NOT USE THIS SPACE

9. Statement of Signer

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.

Elizabeth L. Plitzuweit

Name of Person Signing

Signature

October 10, 2002

Date

Total number of pages including cover sheet, attachments, and document:

5

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

DESIGNATION OF DOMESTIC REPRESENTATIVE

Mark: EDCONNECT
 Application No.: 76/079951
 Filing Date: June 28, 2000
 Applicant: Riverdeep Interactive Learning Limited
 Address: Styne House
 3rd Floor
 Upper Hatch Street
 Dublin 2
 IRELAND

Michael K. Barron, Esq., A. Damien Puller, Esq., and Devin W. Smith, Esq, members of the bar of The Commonwealth of Massachusetts and Elizabeth L. Plitzuweit, Esq., member of the bar of the State of Minnesota, c/o Nixon Peabody LLP, 101 Federal Street, Boston, Massachusetts 02110 (617-345-1000), are hereby designated Applicant's representative upon whom notice or process in proceedings affecting the mark may be served.

RIVERDEEP INTERACTIVE
 LEARNING LIMITED

[Handwritten Signature]

 Authorized Signature

E.V.P.

 Title

10/4/02

 Date

+ 353.1.2416500

 Telephone Number

TRADEMARK ASSIGNMENT

WHEREAS Riverdeep Group plc, an Irish corporation with its principal place of business at Styne House, 3rd Floor, Upper Hatch Street, Dublin 2, Ireland ("Assignor"), is the owner of the pending trademark application listed in the Schedule set forth below (the "Trademark") and which Trademark is used in or related to the business of Assignor, and the goodwill of the business in connection with which the Trademark is used;

WHEREAS Riverdeep Interactive Learning Limited, an Irish corporation with its principal place of business at Styne House, 3rd Floor, Upper Hatch Street, Dublin 2, Ireland ("Assignee") as part of the transfer of Assignor's business to which the Trademark pertain, which business is ongoing and existing, desires to acquire the Trademark listed in the Schedule and the goodwill represented thereby;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignor hereby assigns, transfers and conveys to the Assignee all rights, title and interest in and to the Trademark together with the good will of the business which is symbolized by the Trademark and with the right to recover for damages and profits and all other remedies for past infringements thereof.

SCHEDULE

<u>Trademark</u>	<u>Serial No.</u>	<u>Filing Date</u>
EDCONNECT	76/079951	June 28, 2000

Executed under seal this 8TH day of OCTOBER, 2002.

Sworn to before me this 11th day of OCTOBER, 2002.

[Signature]
Notary Public

My commission expires: 7/12/05

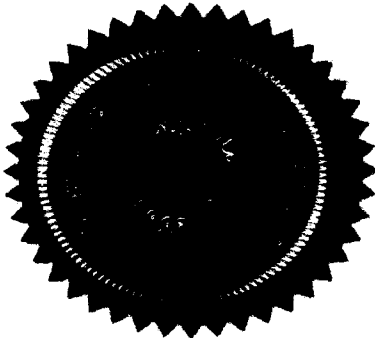
RIVERDEEP GROUP PLC

[Signature]

By D. MULVILL

Name (Print) D. MULVILL

Title _____



BS98073.1