

REC'D

01-14-2003



102336967

Attorney Docket No.: 45390-0166-0899

To the Honorable Commissioner of Patent and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Canadian Imperial Bank of Commerce

1-8-03

2. Name and address of receiving party(ies):

The Coriolis Group, LLC
14455 N. Hayden Road, Suite 220
Scottsdale, AZ 85260
United States

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other: **Release of Security Interest**

Execution Date: **June 4, 2002**

- Individual(s) citizenship:
- Association:
- General Partnership:
- Limited Partnership:
- Corporation-State: **Delaware**
- Other:

If assignee is not domiciled in the U.S.A., a domestic representative designation is attached: Yes; No

(Designations must be a separate document from Assignment)

4. A. Application number(s):

76/229,355	76/133,431
76/229,356	75/676,777
76/229,357	75/676,141

B. Trademark Registration No.(s):

2,391,884	2,296,639
2,388,145	
2,339,045	

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

Jessica N. Cohen, Esq.
C/O TMSU
1111 Pennsylvania Ave., N.W.
Washington D.C. 20004

Telephone: (212) 309-6764
Facsimile: (212) 309-6273
E-Mail: jcohen@morganlewis.com

6. Total number of applications and registrations involved: [10]

7. Total fee (37 CFR 3.41) Cal. $\frac{1}{9} \times \$40.00 = \$ 40.00$
 $\frac{9}{9} \times \$25.00 = \$ 225.00$
 Total \$ **265.00**

Authorized to be charged to deposit account

8. Deposit account number: **13-4520**

DO NOT USE THIS SPACE

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.

Jessica N. Cohen
Name of Person Signing

Signature

January 7, 2003
Date

Total number of pages including cover sheet, attachments and document: [16]

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01 FC:8521
02 FC:8522

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JUN-04-02 16:23 From: GOODWIN, PROCTER & LLP

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T-737 P.20/36 Job-178



UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (read and check CAREFULLY)

A. NAME & PHONE OF CONTACT AT FILER (Optional)
B. SEND ACKNOWLEDGMENT TO: (Name and Address)

DELAWARE DEPARTMENT OF STATE
U.C.C. FILING SECTION
FILED 04:46 PM 06/04/2002
INITIAL FILING NUM: 2124456 9
AMENDMENT NUMBER: 2137378 0
SRV: 020557944

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE # 2124456 9 May 17, 2002
1b. THE FINANCING STATEMENT AMENDMENT IS TO BE FILED FOR RECORD IN THE REAL ESTATE RECORDS

2. TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interests of the Secured Party originating the Termination Statement.

3. CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interests of the Secured Party originating this Continuation Statement is continued for the amount period provided by applicable law.

4. ASSIGNMENT (All or part): Give name of assignor in Item 7a or 7b and address of assignor by Item 7c; and also give name of assignee in Item 8.

5. AMENDMENT (PARTY INFORMATION): This Amendment affects: Debtor or Secured Party of record. Check only one of the two boxes.
After check one of the following type boxes and provide appropriate information in Items 6 and 7.

6. CURRENT RECORD INFORMATION:
6a. DEBTOR'S NAME: The Coriolis Group, LLC
6b. INDIVIDUAL'S LAST NAME, FIRST NAME, MIDDLE NAME, SUFFIX

7. CHANGED (NEW) OR ADDED INFORMATION:
7a. ORGANIZATION'S NAME
7b. INDIVIDUAL'S LAST NAME, FIRST NAME, MIDDLE NAME, SUFFIX

7c. MAILING ADDRESS, CITY, STATE, POSTAL CODE, COUNTRY

7d. TAXID #, EIN OR EIN, ADDRESS, TYPE OF ORGANIZATION, JURISDICTION OF ORGANIZATION, ORGANIZATION ID #, Party

8. AMENDMENT (COLLATERAL CHANGE): check only one box.
8a. Release all rights in and to the CIP Assets, as such term is defined in that certain Asset Purchase Agreement, dated June 3, 2002, by and among The Coriolis Group, LLC and Waterside Productions Inc. (the "Asset Purchase Agreement") listed on Annex A hereto.

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment. If this is an Amendment authorized by a Debtor (or other obligor) or paid the underlying Debt, or if this is a Termination authorized by a Debtor, check here) and name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME: Canadian Imperial Bank of Commerce, as Administrative Agent
9b. INDIVIDUAL'S LAST NAME, FIRST NAME, MIDDLE NAME, SUFFIX

10. OPTIONAL FILING JURISDICTION: DE Secretary of State

FILED OFFICE COPY - NATIONAL UCC FINANCING STATEMENT AMENDMENT (FORM UCC99) (REV. 07/2000)

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UCC FINANCING STATEMENT AMENDMENT ADDENDUM

FOLLOW INSTRUCTIONS Front and Back CAREFULLY

11. INITIAL FINANCING STATEMENT FILE # (same as front 18 on Amendment form)
2124456 9 May 17, 2002

12. NAME OF PARTY AUTHORIZING THIS AMENDMENT (same as front 9 on Amendment form)
THE ORGANIZATION'S NAME

OR Canadian Imperial Bank of Commerce, as Administrative Agent

THE INDIVIDUAL'S LAST NAME FIRST NAME SUFFIX

13. Use this space for additional information

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Please see attached Annex A.

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Annex A**CIP Assets**

- (a) All trademarks and registrations related to Certification Insider Press as specifically described below.

MARK	APPLICATION/ REGISTRATION NO.	GOODS/SERVICES	STATUS
CERTIFICATION INSIDER CB Matter Number: 400027.0016	Registration No. 2,388,145	Class 9: Computer software for use by networking professionals and other persons seeking training in the field of computer hardware and/or software; computer software that is downloadable from a global computer network for use by networking professionals and other persons seeking training in the field of computer hardware and/or software	Registered 9/19/00
CERTIFICATION INSIDER CB Matter Number: 400027.0017	Registration No. 2,296,639	Class 16: Computer book series, manuals and workbooks for use by networking professionals and other persons seeking training in the fields of computer hardware and/or software; magazines and newsletters for use by networking professionals and other persons seeking training in the fields of computer hardware and/or software	Registered 11/30/99
CERTIFICATION INSIDER CB Matter Number: 400027.0018	Registration No. 2,391,884	Class 41: Educational services, namely, conducting seminars, workshops and computer education training in the fields of computer hardware and computer software and printed materials and handouts, distributed in association with the seminars, workshops and training; publication of books, manuals, workbooks for use by networking professionals and other persons seeking training in the fields of computer hardware and/or software; publication of magazines and newsletters for use by networking professionals and other persons seeking training in the fields of computer hardware and/or software	Registered 10/3/00
CERTIFICATION INSIDER CB Matter Number: 400027.0019	Registration No. 2,339,045	Class 42: Providing an interactive computer database for network professionals in the field of computer hardware and software training via a local and global computer network	Registered 4/4/00

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LIBC/1534560.2

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MARK	APPLICATION/ REGISTRATION NO.	GOODS/SERVICES	STATUS
EXAM CRAM CB Matter Number: 400027.0059	Application No. 76/229,355	Multimedia software recorded on CD-ROM, diskettes and magnetic tapes that may be downloaded from a global computer network in the field of preparation for taking standardized tests for college, graduate, technical or professional school entrance; multimedia software recorded on CD-ROM, diskettes and magnetic tapes that may be downloaded from a global computer network in the field of aptitude examinations, placement examinations, achievement examinations for college, graduate, technical or professional school; multimedia software recorded on CD-ROM, diskettes and magnetic tapes that may be downloaded from a global computer network featuring information for use by persons preparing to take professional and technical certification exams in a wide variety of topics, and printed materials and manuals distributed in association with the aforementioned software	Filed 3/22/01 Office Action issued 8/1/01 Response to Office Action filed 8/15/01 Confirmation of Trademark Office receipt of Response to Office Action received 8/27/01 Trademark Office database indicated receipt of Response to Office Action 10/5/01 CFB reviewed status of application on 11/15/01. No change noted on United States Patent and Trademark Office Database.
EXAM CRAM CB Matter Number: 400027.0027	Application No. 75/676,141	Class 16: Printed publication, namely, books in the field of computer hardware and software for use by networking professionals and other persons seeking certification and training	Filed 4/6/99 Published 5/1/01 Registered 7/24/01
EXAM CRAM CB Matter Number: 400027.0060	Application No. 76/229,356	Class 16: Printed publications, namely, books and manuals in the field of preparation for taking standardized tests for college, graduate, technical or professional school entrance; books and manuals in the field of aptitude examinations, placement examinations, achievement examinations for college, graduate, technical or professional school; books and manuals for use by persons preparing to take professional and technical certification exams in a wide variety of topics	Filed 3/22/01 Letter of Suspension mailed 7/25/01 Response to Office Action filed 8/15/01 Confirmation of Trademark Office receipt of Response to Office Action received 8/27/01 Trademark Office database indicated receipt of Response to Office Action 10/5/01

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MARK	APPLICATION/ REGISTRATION NO.	GOODS/SERVICES	STATUS
<p>EXAM CRAM</p> <p>CB Matter Number: 400027.0061</p>	<p>Application No. 76/229,357</p>	<p>Class 42: Educational services, namely conducting seminars and workshops in the field of preparation for taking standardized tests for college, graduate, technical or professional school entrance; conducting seminars and workshops in the field of aptitude examinations, placement examinations, achievement examinations for college, graduate, technical or professional school; conducting seminars and workshops featuring information for use by persons preparing to take professional and technical certification exams in a wide variety of topics; and printed materials and handouts distributed in association with the seminars and workshops</p>	<p>Filed 3/22/01</p> <p>Letter of Suspension mailed 7/25/01</p> <p>Response to Office Action filed 8/15/01</p> <p>Confirmation of Trademark Office receipt of Response to Office Action received 8/27/01</p> <p>Trademark Office database indicated receipt of Response to Office Action 10/3/01</p>
<p>EXAM CRAM LIVE and Design</p>  <p>CB Matter Number: 400027.0051</p>	<p>Application No. 76/133,431</p>	<p>Class 41: Educational services, namely conducting seminars and workshops featuring information for use by computer professionals and other persons seeking certification, training and/or information in the field of computer hardware and software, and printed materials and handouts distributed in association with the seminars and workshops INTENT TO USE-- Development and dissemination of educational materials in the field of computer hardware and software; publication of books, magazines, multimedia software recorded on CD-ROM, diskettes and magnetic tapes for others in the field of computer hardware and software</p>	<p>Filed 9/21/00</p> <p>Office Action issued 2/5/01; Supplemental Office Action issued 2/28/01; we will respond that we believe cited application for EXAM CRAM is no longer viable and is to be abandoned; otherwise, will request application be suspended</p> <p>Response to Office Action filed 8/27/01</p> <p>Confirmation of Trademark Office receipt of Response to Office Action received 9/6/01</p> <p>CFB reviewed status of application on 11/15/01; No change noted on United States Patent and Trademark Office Database.</p>

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MARK	APPLICATION/ REGISTRATION NO.	GOODS/SERVICES	STATUS
EXAMCRAM LIVE CB Matter Number: 400027.0038	Application No. 75/676,777	Class 41: Educational services, namely, conducting seminars and workshops in the field of computer hardware and software and distributing course materials in connection therewith	Filed 4/8/99 Published for opposition 6/12/01 Registered 9/4/01

- b) Internet domain names and software code related to the web sites specifically described below.

DOMAIN NAME	URL	DESCRIPTION
ExamCram.com	http://www.examcram.com	Internet Site // This site is an extension of the ExamCram brand and is a community based site geared for those seeking their certification.
Careers.ExamCram.com	http://careers.examcram.com	Internet Site // This site is a branch of ExamCram.com. It provides information on what jobs are hot in the technology market and how to go about structuring your resume or obtaining a job.
Support.ExamCram.com	http://support.examcram.com	Internet Site // This site is a centralized location for our customers to find either Errata or to obtain Customer Support regarding one of our products.
Specials.ExamCram.com	http://specials.examcram.com	Internet Site // This site does not have a home page and is directory driven. This site gives us the ability to track various promotions on how well they perform or not perform.

- c) Foreign rights contracts relating to ExamCram titles (please see the attached approximated list).
- d) All logos and trade dress related to the Certification Insider Press product area in whatever media available.
- e) Rights to hard and electronic copies of all Certification Insider Press production files.
- f) Rights to certification Insider Press compact disc production files.
- g) Electronic database containing contact information for all Certification Insider Press authors including; name, address, telephone number, and Certification Insider Press titles published.
- h) Photocopies of all Certification Insider Press product area author contracts.
- i) Electronic database containing contact information for all Certification Insider Press retail customers including; name, billing address, ship to address, and historical sales information.
- j) Electronic database containing customer and prospective customer email subscriber contact information.

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Japan (UK Agency) Inc.	1578101652	CP	MCSE NT Network 4 Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101653	CP	MCSE TCP/IP Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101654	CP	MCSE Windows XP Professional Exam Prep	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101655	CP	MCSE SQL Server 2000 Database Design Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101656	CP	MCSE SQL Server 2000 Database Design Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101657	CP	Solut 4 System Administrator Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101658	CP	MCSE Windows 2000 Security Design Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101659	CP	MCSE Windows 2000 Network Design Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101660	CP	MCSE Windows 2000 Directory Services Design Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101661	CP	MCSE Windows 2000 Directory Services Design Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101662	CP	CCP Remote Access Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101663	CP	CCP Switching Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101664	CP	CCP Routing Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101665	CP	CCP Support Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101666	CP	CCP Support Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101667	CP	MCSE Windows 2000 Network Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101668	CP	MCSE Windows 2000 Server Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101669	CP	MCSE Windows 2000 Directory Services Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101670	CP	MCSE Windows 2000 Professional Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101671	CP	CCNA Routing and Switching Exam Crm, Second Edition	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101672	CP	Microsoft Word 97 Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101673	CP	Microsoft Word 97 Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101674	CP	MCSE NT Server 4 Exam Crm Flash Cards	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101675	CP	MCSE NT Server 4 in the Enterprise Exam Crm Flash Cards	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101676	CP	MCSE Networking Essentials Exam Crm Flash Cards	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101677	CP	MCSE NT Server 4 in the Enterprise Exam Crm Adaptive Testing Edition	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101678	CP	MCSE NT Server 4 Exam Crm Adaptive Testing Edition	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101679	CP	MCSE Networking Essentials Exam Crm Adaptive Testing Edition	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101680	CP	MCSE NT Network 4 Exam Crm Adaptive Testing Edition	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101681	CP	MCSE TCP/IP Exam Crm Adaptive Testing Edition	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101682	CP	MCSE NT Network 4 Exam Crm Flash Cards	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101683	CP	CCNA Routing and Switching Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101684	CP	CCNA Routing and Switching Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101685	CP	MCSE VM Operating Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101686	CP	MCSD Visual C++ 6.0 Debug Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101687	CP	MCSD Visual C++ 6.0 Embedded Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101688	CP	MCSD Architecture Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101689	CP	Microsoft Access 2000 Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101690	CP	MCSD Visual Basic 6.0 Debug Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101691	CP	Oracle DB: Performance Tuning Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101692	CP	Oracle DB: SQL and PL/SQL Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101693	CP	Microsoft Word 2000 Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101694	CP	Microsoft Word 2000 Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101695	CP	MCSE TCP/IP Exam Crm Flash Cards	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101696	CP	MCSE Windows XP Professional Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101697	CP	MCSE Windows XP Professional Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101698	CP	MCSE Windows XP Professional Exam Prep	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101699	CP	MCSE Windows XP Professional Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101700	CP	MCSE Windows 2000 Directory Services Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101701	CP	MCSE Windows 2000 Network Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101702	CP	MCSE Windows 2000 Server Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101703	CP	MCSE Windows 2000 Network Design Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101704	CP	MCSE Windows 2000 Directory Services Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101705	CP	MCSE Windows 2000 Professional Exam Crm	Foreign Rights (Thailand)
Japan (UK Agency) Inc.	1578101706	CP	MCSE Windows 2000 Professional Exam Crm	Foreign Rights (Thailand)

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