

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM308167

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MoveLearningForward Foundation		06/19/2014	CORPORATION: TEXAS
RECEIVING PARTY DATA			
Name:	CompassLearning, Inc.		
Street Address:	203 Colorado Street		
City:	Austin		
State/Country:	TEXAS		
Postal Code:	78701		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4231198	MOVE LEARNING FORWARD FOUNDATION	
Registration Number:	4353110	MOVE LEARNING FORWARD F O U N D A T I O	
CORRESPONDENCE DATA			
Fax Number:	2124082501		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	2124082528		
Email:	julie.albert@bakerbotts.com		
Correspondent Name:	Julie Beth Albert		
Address Line 1:	30 Rockefeller Plaza		
Address Line 2:	Baker Botts L.L.P., 44th Floor		
Address Line 4:	New York, NEW YORK 10112		
ATTORNEY DOCKET NUMBER:	078902.0112		
NAME OF SUBMITTER:	Julie Beth Albert		
SIGNATURE:	/jba/		
DATE SIGNED:	06/19/2014		
Total Attachments: 2			
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TRADEMARK ASSIGNMENT

THIS AGREEMENT is effective as of the 19th day of June, 2014 by and between MoveLearningForward Foundation, a corporation organized and existing under the laws of the state of Texas, having a principal place of business at 1010 Hidden Valley Court, McGregor, Texas 76657 (hereafter "Assignor"), and COMPASSLEARNING, INC., a corporation organized and existing under the laws of the state of Delaware, having a principal place of business at 203 Colorado Street, Austin, Texas 78701 (hereafter "Assignee").

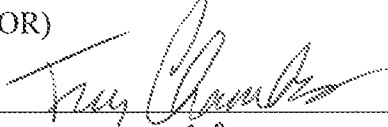
WHEREAS, Assignor is the owner of all right, title and interest in and to the marks identified in Exhibit A attached hereto, together with the goodwill of the business associated therewith (hereafter the "Marks"); and

WHEREAS, Assignee desires to acquire all right, title and interest in and to the Marks and in and to the registrations therefor, together with the goodwill of the business symbolized by the Marks in the United States.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign unto Assignee the entire worldwide and universal right, title and interest in and to the marks identified in Exhibit A attached hereto, together with the goodwill of the business symbolized thereby, and the registrations therefor, and the right to sue and recover for, and the right to profits or damages due or accrued arising out of or in connection with any and all past, present or future infringements or dilution of or damage or injury to said marks or the registrations thereof or such associated goodwill.

IN WITNESS WHEREOF, the parties have executed this Agreement effective as of the date first written above.

MOVELEARNINGFORWARD FOUNDATION
(ASSIGNOR)

By : 

Name : Tracy Chambers

Title : Secretary

COMPASSLEARNING, INC.
(ASSIGNEE)

By : 

Name : Eric Loeffel

Title : CEO

EXHIBIT A

Mark	Registration	Goods/Services
MOVE LEARNING FORWARD FOUNDATION	U.S. Reg. No. 4,231,198	Charitable education services, namely, organizing and developing programs aimed to support educational initiatives that contribute to strategic and well-planned partnerships between schools and educational institutions intended to foster innovation and promote opportunities for student learning and academic success; in Class 35
<p data-bbox="191 751 604 856">MOVE LEARNING FORWARD FOUNDATION & Design</p>  <p data-bbox="191 1008 604 1144"><i>MOVE Learning</i> Forward FOUNDATION</p>	U.S. Reg. No. 4,353,110	Charitable education services, namely, organizing and developing programs aimed to support educational initiatives that contribute to strategic and well-planned partnerships between schools and educational institutions intended to foster innovation and promote opportunities for student learning and academic success; in Class 35