

INTELLECTUAL PROPERTY RIGHTS AND CONFIDENTIALITY POLICY

This policy summarizes Tri-State Educational Systems, Inc. employees' responsibilities as they relate to intellectual property and confidentiality.

Ownership of Intellectual Property

An employee agrees that Tri-State Educational Systems, Inc. will own any and all intellectual property that includes computer programs, ideas, writings, electronic presentations, multi-media presentations, and instructional materials created. This is not an all-inclusive list.

Protection of Confidential Company Information

During the course of their employment at Tri-State Educational Systems, Inc., employees may have access to Tri-State Educational Systems, Inc.'s confidential and proprietary information. Employees should maintain such information in confidence and use such information only in the interest of Tri-State Educational Systems, Inc.

Particular care must be taken to keep confidential any information that is:

- Of possible value to competitors
- Potentially damaging to customers
- Information received from third parties outside Tri-State Educational Systems, Inc.

Confidential company information is just for Tri-State Educational Systems, Inc.'s use and is not intended for distribution outside the company. Distribution of such information requires both a need to know and a right to know the information requested.

Information acquired by an employee in the course of his or her employment with Tri-State Educational Systems, Inc. must not be used for the employee's individual benefit. Access to Tri-State Educational Systems, Inc.'s confidential information does not carry with it personal benefit or advantage to Tri-State Educational Systems, Inc. employees but imposes an obligation on every employee to keep such information confidential and to use it solely in the interest of the company.

When in doubt, the employee should treat information acquired in the course of employment at Tri-State Educational System, Inc. in the strictest confidence and consult with management for clarification.