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OMB No. 0651-0041 (exp. 4/94)



Tab settings

100795352

To the Honorable Commissioner of

Patents. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Jostens Learning Corporation

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

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

3. Nature of conveyance:

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

Execution Date: August 4, 1998

2. Name and address of receiving party(ies)

Name: JLC Learning Corporation

Internal Address:

Street Address: 9920 Pacific Heights Blvd. Suite 500

City: San Diego State: CA ZIP: 92121

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: N/A Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,765,662

Additional numbers attached? Yes No

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

Name: Mary B. Scott, Esq.

Internal Address: GRAY CARY WARE & FREIDENRICH

Street Address: 401 B Street, Suite 1700

City: San Diego State: CA ZIP: 92101-4297

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:

07-1895 (if enclosed fees are insufficient)

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

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DO NOT USE THIS SPACE

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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.

Mary B. Scott, Esq.

Name of Person Signing

Mary B Scott
Signature

8/10/98
Date

5 + postcard

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

ASSIGNMENT OF FEDERAL REGISTERED TRADEMARK

WHEREAS, Jostens Learning Corporation, formerly Prescription Learning Corporation ("Assignor"), an Illinois corporation, having a place of business at 9920 Pacific Heights Boulevard, Suite 500, San Diego, California 92121, is the owner of the trademark HARTLEY and Design registered in the United States Patent and Trademark Office on April 20, 1993 and assigned Registration No. 1,765,662;

WHEREAS, JLC Learning Corporation ("Assignee"), an Illinois corporation, having a place of business at 9920 Pacific Heights Boulevard, Suite 500, San Diego, California 92121 is desirous of acquiring said registered trademark;

NOW, THEREFOR, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in the United States in and to said trademark together with the goodwill of the business symbolized by said trademark and registration thereof.

Signed at San Diego this 4th day of August, 1998.

Jostens Learning Corporation

Joyce F. Russell
Secretary of Jostens Learning

STATE OF California)
COUNTY OF San Diego) SS.

On Aug 4, 1998, before me, the undersigned Notary Public, personally appeared Joyce F. Russell
personally known to me or proved to me on the basis of satisfactory evidence

to be the person whose name is subscribed to the within instrument, and acknowledged to me that she executed the same in her authorized capacity, and that by her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.



(SEAL)

[Handwritten signature]

SD1207841
101123-900014

Mark: **HARTLEY and Design**

Class: 9

Docket: T03129US0

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Mark: **HARTLEY and Design**

Registrant: Jostens Learning Corporation

Assignee: JLC Learning Corporation

Registration No.: 1,765,662

Issued: April 20, 1993

Class: 9

) CERTIFICATION UNDER 37 CFR §1.10
) I hereby certify that these documents referred to as enclosed herein are
) being deposited with the United States Postal Service on this date
) August 10, 1998 in an envelope bearing "Express Mail Post Office to
) Addressee" mailing label number shown below addressed to: BOX
) ASSIGNMENTS, FEE, Assistant Commissioner for Trademarks, 2900
) Crystal Drive, Arlington, VA 22202-3513
)
)
) Mary B. Scott
) (Name of person mailing matter)
) *Mary B. Scott*
) Signature
)
) **E H 2 4 0 8 1 0 3 6 4 U S**
)
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)
)

BOX ASSIGNMENTS
FEE
Commissioner of Patents and Trademarks
Washington, D.C. 20231

TRANSMITTAL OF ASSIGNMENT OF FEDERAL REGISTRATION

Dear Sir:

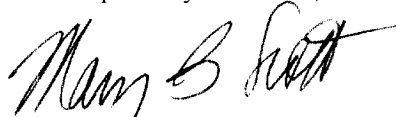
Enclosed are the following documents:

1. Recordation Form Cover Sheet - Trademarks Only.
2. Assignment of Federal Registered Trademark.

SD\1211404
101123-900014

3. Check Number 5488 in the amount of \$40.00 to cover filing fee.
4. The Commissioner is hereby authorized to charge any additional fees which may be required or credit any overpayment to Deposit Account No. 07-1895. A duplicate copy of this sheet is enclosed.
5. Postcard verifying receipt at PTO.

Respectfully submitted,



Mary B. Scott

Dated: August 10, 1998

GRAY CARY WARE & FREIDENRICH
401 "B" Street, Suite 1700
San Diego, CA 92101-4297
Telephone: (619) 699-2861
Facsimile: (619) 236-1048

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RECORDED: 08/10/1998

TRADEMARK
REEL: 1768 FRAME: 0632