

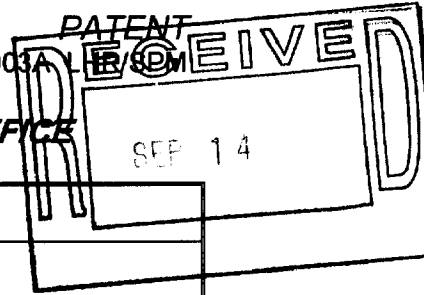
MRD 9-10-98

09-18-1998



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IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Applicant-Assignee	It's About Time, Inc.
Applicant-Assignor	American Association of Physics Teachers
Serial No. 75/099,718	Filing Date April 10, 1996
Title of Application:	ACTIVE PHYSICS

Box Assignment
Assistant Commissioner for Trademarks
Washington, DC 20231

Assignment Recordation Form Cover Sheet

Dear Sir:

Please record the attached original document.

1. Name of conveying party. American Association of Physics Teachers.
2. Name and Address of Receiving Party. It's About Time, Inc.; 84 Business Park Drive; Armonk, NY 10504.
3. Nature of Conveyance: Assignment. Execution Date: August 27, 1998.
4. Name and Address of Party to Whom Correspondence Concerning Document should be mailed.

Louis H. Reens, Registration No., 22,588
Attorney for Applicant
ST. ONGE STEWARD JOHNSTON & REENS LLC
986 Bedford Street
Stamford, CT 06905-5619
203 324-6155

Mailing Certificate: I hereby certify that this correspondence is today being deposited with the U.S. Postal Service as *First Class Mail* in an envelope addressed to: Box Assignment; Assistant Commissioner for Trademarks; Washington, DC 20231.

September 10, 1998

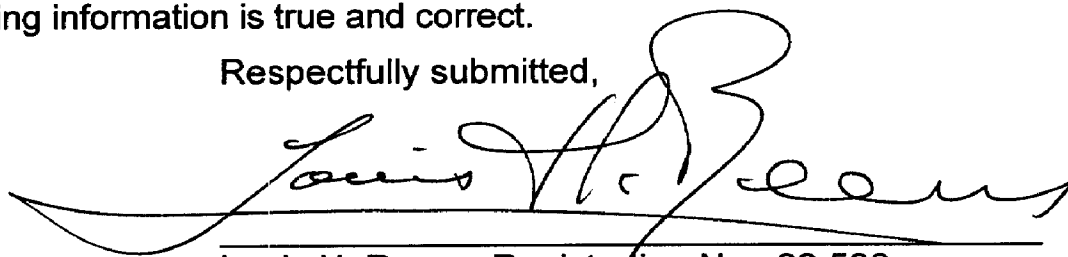
Caroline B. Cahagan

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TRADEMARK
REEL: 1788 FRAME: 0977

5. Application Number: 75/099,718.
6. Total Number of Applications Involved: 1.
7. Total Fee (37 CFR 3.41). \$40.00 due. A check for this amount is enclosed.
8. Authorization to Charge Deposit Account. The Commissioner is hereby authorized to charge any additional fees due by this paper and during the entire pendency of this Application to Account No. 19-4516.
9. Statement and Signature. Total number of pages including cover sheet, attachments and document are 4. To the best of my knowledge and belief, the foregoing information is true and correct.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Louis H. Reens", written over a horizontal line.

Louis H. Reens, Registration No., 22,588
Stephen P. McNamara, Registration No. 32,745
Attorneys for Applicant
ST. ONGE STEWARD JOHNSTON & REENS LLC
986 Bedford Street
Stamford, CT 06905-5619
203 324-6155

Trademark Assignment

This is an assignment and agreement made between the American Association of Physics Teachers, Inc., a not-for-profit corporation, having its principal place of business at One Physics Ellipse, College Park, Maryland 20047, hereinafter referred to as "AAPT", and IT'S ABOUT TIME, Inc., a New York Corporation having its principal place of business at 84 Business Park Drive, Armonk New York 10504, hereinafter referred to as "Assignee".

WHEREAS, the AAPT is the owner of certain trademark rights, including United States Patent and Trademark Office trademark application Serial No. 75/099,718, for and in the mark ACTIVE PHYSICS and goodwill associated therewith and has entered into a publishing and marketing agreement (together with any subsequent revision thereof referred to as The Publishing Agreement) with Assignee on September 9, 1997 for the development and marketing for the commercialization of certain materials defined as Components, and compiled, prepared and developed by AAPT under titles using the ACTIVE PHYSICS mark; and

WHEREAS, the Addison Wesley Longman Inc. is contemplating opposing the registration of the ACTIVE PHYSICS mark and has applied for its own registration of ACTIVE PHYSICS as well as various other trademarks using the mark ACTIVE with respect to electronic educational publications sold in like markets as contemplated by the publishing and marketing Agreement between AAPT and Assignee and whereas Addison Wesley has proposed a settlement agreement regarding the use of ACTIVE, a copy of which has been made available to both AAPT and Assignee;

WHEREAS, AAPT desires to have Assignee complete its own resolution regarding the use of ACTIVE and ACTIVE PHYSICS with Addison Wesley Longman and others to enable Assignee make the necessary commercial decisions to proceed with its marketing activity under the latter trademarks;

NOW, THEREFORE, for consideration herein acknowledged to have been received by AAPT and Assignee, the parties agree as follows:

10. Subject to the reversionary rights as set forth below, AAPT herewith transfers and conveys to Assignee all of AAPT's United States and foreign rights, title and interest in and to the marks ACTIVE and ACTIVE PHYSICS including any and all rights in and to the United States trademark application for registration for ACTIVE PHYSICS bearing Serial No. 75/099,718, together with any and all goodwill associated with the marks ACTIVE and ACTIVE PHYSICS and with the right to collect any and all damages for trademark infringement of the ACTIVE and ACTIVE PHYSICS marks by any party, together with any and all settlement fees as may be received from Addison Wesley or any other party with respect to the ACTIVE or ACTIVE PHYSICS trademarks.

2. In the event The Publishing Agreement is terminated pursuant to its terms, then Assignee agrees, when so requested in writing by AAPT, to promptly re-assign to

AAPT, all of Assignee's trademarks rights in and to the mark ACTIVE and ACTIVE PHYSICS and any and all of the goodwill associated therewith.

3. AAPT, herewith makes no warranty or representation as to Assignee's exclusive right to the use of the marks ACTIVE and ACTIVE PHYSICS and Assignee accepts the trademarks rights granted herein with the full realization that Addison Wesley Longman claims rights in and to ACTIV in conjunction with other terms for educational materials.

4. This Agreement does not modify any term or condition in The Publishing Agreement.

IN WITNESS WHEREOF, the parties hereto have hereunto set their signatures.

Agreed and Confirmed:

8/27/98
Date

AMERICAN ASSOCIATION OF
PHYSICS TEACHERS, INC.
(A NOT-FOR-PROFIT CORPORATION)

By: Bernard Khoury
BERNARD KHOURY
Executive Officer

IT'S ABOUT TIME INC.

By: Laurie Kao
Chief Executive Officer

9/4/98
Date

PERSONAL ACKNOWLEDGMENT:

+ _____