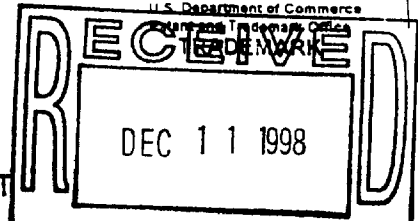


12-16-1998



100926087

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

MFD 12-11-98

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger
 - Change of Name
 - Other
- Effective Date
Month Day Year
11/25/98

Conveying Party

Mark if additional names of conveying parties attached

Name Simon & Schuster, Inc.

Execution Date
Month Day Year
11/25/98

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other

Citizenship/State of Incorporation/Organization NY

Receiving Party

Mark if additional names of receiving parties attached

Name Silver Burdett Ginn Inc.

DBA/AKA/TA

Composed of

Address (line 1) 1 Lake Street

Address (line 2)

Address (line 3) Upper Saddle River
City

New Jersey
State/Country

07458
Zip Code

- Individual General Partnership Limited Partnership Association
- Corporation Association
- Other

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization DE

FOR OFFICE USE ONLY

12/14/1998 NGUYEN 00000248 75227193

40.00 OP
375.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 1826 FRAME: 0792

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="75/227193"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75/436826"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1602228"/>	<input type="text" value="1171196"/>	<input type="text" value="2180775"/>
<input type="text" value="2041000"/>	<input type="text" value="2176988"/>	<input type="text" value="2178672"/>
<input type="text" value="2137897"/>	<input type="text" value="2178673"/>	<input type="text" value="1567106"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Maura B. Leeds

Name of Person Signing

Maura B. Leeds/cey

Signature

12/11/98

Date Signed

Additional Registration Numbers:

1,814,893

1,642,763

1,528,232

1,528,231

1,526,892

ASSIGNMENT OF TRADEMARKS

WHEREAS, as of November 25, 1998, Simon & Schuster, Inc., a New York corporation with its principal place of business located at 1230 Avenue of the Americas, New York, New York 10020 ("Assignor") has adopted, used and is using the trademarks shown on both the attached Schedule A, which are registered on the Principal Register in the United States Patent and Trademark Office and the attached Schedule B, applications for the registration of which have been filed with the United States Patent and Trademark Office (hereinafter collectively the "Trademarks") and;

WHEREAS, Silver Burdett Ginn Inc., a Delaware corporation with its principal place of business located at 1 Lake Street, Upper Saddle River New Jersey 07458 ("Assignee") is desirous of acquiring the Trademarks in connection with its acquisition of all of the business to which the marks pertain and the respective registrations and applications thereof;

NOW, THEREFORE, effective as of November 25, 1998, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, said Assignor does hereby assign unto the said Assignee all right, title and interest in and to the Trademarks, together with the good will of the business symbolized by the Trademarks, all causes of action for past infringement thereof, and the registrations and applications thereof.

The commissioner of Patents and Trademarks is requested to file this Assignment as appropriate.

SIMON & SCHUSTER, INC.

Date: 11/25/98

By: *Michelena Hallie*
Michelena Hallie
Vice President

STATE OF New York)
COUNTY OF New York) : ss.:

On this 25th day of November, 1998, before me appeared Michelena Hallie, the person who signed this instrument, who acknowledged that he signed it on behalf of the identified corporation or other juristic entity with authority to do so.

David Weiss
Notary Public

DAVID WEISS
Notary Public, State of New York
No. 21484-000
Qualified in New York County
Commission Expires November 20, 1999

SCHEDULE A

Mark	Class	Reg. No.	Reg. Date
ALLYN & BACON	16	16022228	June 19, 1990
COLLEGE ONLINE & Seated Sower Design	9	2041000	February 25, 1997
COMPSITE	41	2137897	February 17, 1998
CUBE DEVICE	16	1171196	September 29, 1981
FEARON	9, 16	2176988	July 28, 1998
FEARON TEACHER AIDS	16	2178673	August 4, 1998
FEARON TEACHER AIDS	9, 16	2180775	August 11, 1998
FEARON TEACHER AIDS	9, 16	2178672	August 4, 1998
MUSICLINGS	16	1567106	November 21, 1989
PTR PH & Design	16	1814893	January 4, 1994
SILVER BURDETT GINN	16	1642763	April 30, 1991
YOURDON PRESS	16	1528232	March 7, 1989
YOURDON PRESS (Stylized)	16	1528231	March 7, 1989
YP (Stylized)	16	1526892	February 28, 1989

SCHEDULE B

Mark	Class	App. No.	App. Date
ALLYN & BACON PSYCHWORKS	9, 16	75/227,193	January 16, 1997
COLLEGE NEWSLINK & DESIGN	41	75/436826	February 19, 1998