



MO 3-10-99

Docket No.:

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03-22-1999

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

03-10-1999

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U.S. Patent & TMO/CTM Mail Rcpt Dt. #10
Tab settings

To the Honorable Commissioner of Patents

ached original documents or copy thereof.

1. Name of conveying party(ies):

Pryor Holdings, Inc. (formerly Pryor Resources, Inc.)

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

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

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

Execution Date: **27 January 1999**

2. Name and address of receiving party(ies):

Name: **Pryor Resources, Inc. (form. Pryor Sub One, Inc)**

Internal Address:

Street Address: **2000 Shawnee Mission Parkway**

City: **Shawnee Mission** State: **KS** ZIP: **66205**

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,389,835	1,448,437	1,735,879
1,398,926	1,450,098	1,740,293
1,401,622	1,466,749	1,804,387

Additional numbers Yes No

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

Name: **Thomas H. Van Hoozer**

Internal Address: **Hovey, Williams, Timmons & Collins**

Street Address: **2405 Grand Boulevard, Suite 400**

City: **Kansas City** State: **MO** ZIP: **64108**

6. Total number of applications and registrations involved:.....

9

7. Total fee (37 CFR 3.41):.....\$ **\$240.00**

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

19-0522

US PATENT & TRADEMARK OFFICE
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RECEIVED
FEDERAL BUREAU OF INVESTIGATION

03/19/1999 DNGUYEN 00000209 1389835

DO NOT USE THIS SPACE

01 FC:481 40.00 OP
02 FC:482 200.00 OP

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.

Thomas H. Van Hoozer

Name of Person Signing

Thomas H. Van Hoozer
Signature

March 8, 1999
Date

TRADEMARK
REEL: 1870 FRAME: 0714

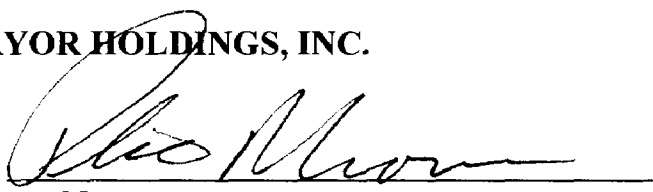
ASSIGNMENT

WHEREAS, PRYOR HOLDINGS, INC. (formerly Pryor Resources, Inc.), a Kansas corporation, having its principal place of business at 2000 Shawnee Mission Parkway, Shawnee Mission, Kansas 66205, has adopted, used and is using the marks which have registered in the United States Patent and Trademark Office and are listed on the attached Schedule A; and

WHEREAS, PRYOR RESOURCES, INC. (formerly Pryor Sub One, Inc.), a Kansas corporation, having its principal place of business at 2000 Shawnee Mission Parkway, Shawnee Mission, Kansas 66205, is desirous of acquiring said marks and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said PRYOR HOLDINGS, INC. does hereby assign unto the said PRYOR RESOURCES, INC., all right, title and interest in and to the said marks, together with the good will of the business symbolized by the marks, and the registrations thereof listed on Schedule A together with the right to sue for and collect on all claims for damages by reason of past infringement of any of said marks.

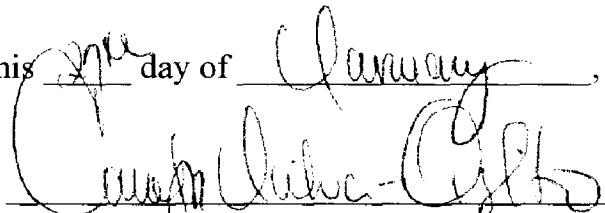
PRYOR HOLDINGS, INC.

By 

Name:

Title:

Subscribed and sworn to before me this 29th day of January, 1999.



Notary Public

My Commission Expires: 11/30/2003

Carolyn Silva-Quagliato
Notary Public District of Columbia
My Commission Expires: 11/30/2003

SCHEDULE A

Mark

Reg. No.

EVELYN WOOD READING DYNAMICS AND DESIGN	1,389,835
READING DYNAMICS	1,398,926
EVELYN WOOD	1,401,622
DESIGN (PERSON READING BOOK)	1,448,437
DESIGN (PERSON READING BOOK)	1,450,098
FREQUENT PRYOR CLUB	1,466,749
THE EXCEPTIONAL ASSISTANT	1,735,879
FRED PRYOR	1,740,293
EVELYN WOOD STUDY DYNAMICS	1,804,387