

04-22-1999

FORM PTO-1618A

Expires 06/30/99

OMB 0651-0027



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U.S. Department of Commerce
Patent and Trademark Office

TRADEMARK

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TRADEMARKS ONLY

OPR/FINANCE

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

Submission Type

- New
- Resubmission
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

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

MRD 4-13-99

Conveying Party

Mark if additional names of conveying parties attached

Name ITP Licensing Corp.

Formerly

Execution Date
Month Day Year
01 21 1999

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization Florida

Receiving Party

Mark if additional names of receiving attached

Name HG-TCG LLC

DBA/AKA/TA

Composed of

Address (line 1) c/o Haight Cross Communications, LLC

Address (line 2) 10 New King Street, Suite 110

Address (line 3) White Plains NY 10604
City State/Country Zip Code

- Individual General Partnership Limited Partnership Corporation Association
- Other Limited liability company
- Citizenship/State of Incorporation/Organization - Delaware

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.)

04/20/1999 JSHABAZZ 00000047 75351014

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01 FC:481 40.00 OP
02 FC:482 200.00 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

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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 (617) 570-1292

Name Miriam J. Rovner
Address (line 1) Goodwin, Procter & Hoar LLP
Address (line 2) Exchange Place
Address (line 3) 53 State Street
Address (line 4) Boston, MA 02109-2881

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

3

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)
See Attached Schedule

Registration Number(s)
See attached Schedule

Number of Properties

Enter the total number of properties involved

9

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 240.00

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: # 07-1700

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.

David P. Lewis
Name and Person Signing

David P. Lewis
Signature

4/13/99
Date Signed

Exhibit A

List of Trademarks

ITP LICENSING CORP.

Trademark	Date Filed	Class	Serial/Reg. No.
CERTIFICATION INSIDER	9/3/97	9	75-351014
CERTIFICATION INSIDER	9/3/97	16	75-368948
CERTIFICATION INSIDER	9/3/97	41	75-351015
CERTIFICATION INSIDER	9/3/97	42	75-351013
EXAM CRAM	12/10/98	9	75-603328
EXAM CRAM	12/10/98	16	75-603327
ONSITE	2/17/96	16	75-436529
NETSEEKER	6/12/95		74-687014
VISUAL DEVELOPER	9/21/95	16	74-732124

TRADEMARK ASSIGNMENT

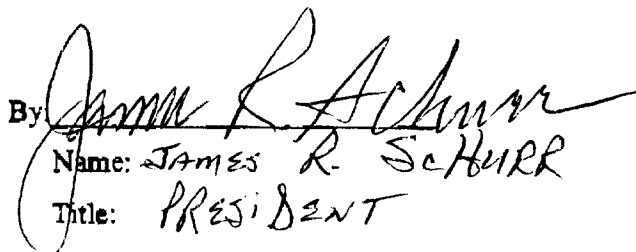
THIS AGREEMENT is dated as of January 21, 1999.

WHEREAS, ITP Licensing Corp., a Florida corporation having its office at Two Mill Road, Wilmington, DE 19806 (hereinafter referred to as "Assignor") has adopted, acquired, used and is using exclusively in its business the trademarks, and the applications in respect hereof, listed on Exhibit A ("Trademarks"); and

WHEREAS, HG-TCG LLC, a Delaware limited liability company having an address at c/o Hights Cross Communications, LLC, 333 East 38th Street, 8th Floor, New York, New York 10016 (hereinafter referred to as "Assignee") is desirous of acquiring all right, title and interest in and to said trademarks in connection with its acquisition of the assets of the Seller pursuant to that certain Asset Purchase Agreement dated December 22, 1998 by and between Hights Cross Communications, LLC, predecessor in interest to Assignee, Assignor, The Coriolis Group, Inc. and International Thomson Publishing Inc.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign unto Assignee, its successors and assigns all of its right, title and interest in and to the Trademarks, throughout the world, and any extensions or renewals thereof, together with all the goodwill of the business symbolized by said marks, and together with the right to sue and collect damages and/or profits arising out of or in connection with any and all past, present and future infringements of or dilution or damage to said marks, the intent hereof being to substitute Assignee in the place of Assignor.

ITP LICENSING CORP.

By 
Name: JAMES R. SCHURR
Title: PRESIDENT

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STATE OF Delaware }
 } ss
 COUNTY OF New Castle }

On this 18th day of January 1999, before me personally appeared James R. Schurr to me personally known, who, being duly sworn, did say that he is the President of ITP Licensing Corp. and that he duly executed the foregoing instrument for and on behalf of ITP Licensing Corp. being duly authorized to do so and that said individual acknowledged said instrument to be the free act and deed of said corporation.

Kathryn A. Clayville
 Notary Public

Exhibit A

List of Trademarks

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