FORM PTO-1618A Expires 06/30/99 OMB 0651-0027

05-10-1999

U.S. Department of Commerce Patent and Trademark Office **TRADEMARK**



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RECORDATION FORM COVER SHEET TDADEMADKS ONLY

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| | s: Please record the attached original document(s) or copy(ies). |
| Submission Type | Conveyance Type |
| X New | X Assignment License 33 / 3 66 |
| Resubmission (Non-Recordation) | |
| Document ID # | Security Agreement Nunc Pro Tunc Assignme |
| Correction of PTO Error | Merger Month Day Year |
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| Corrective Document | Change of Name |
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| Conveying Party | Mark if additional names of conveying parties attached Execution Date |
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| Name Broderbund Software, In | nc. 04281999 |
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| Individual General Partnership | lacksquare Limited Partnership $lacksquare$ Corporation $lacksquare$ Associati |
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| Receiving Party Name Learning Company Prop | Mark if additional names of receiving parties attached perties Inc. |
| Receiving Party Name Learning Company Prop DBA/AKA/TA Composed of Address (line 1) One Athenaeum Street | Mark if additional names of receiving parties attached perties Inc. |
| Receiving Party Name Learning Company Prop DBA/AKA/TA Composed of | Mark if additional names of receiving parties attached perties Inc. |
| Receiving Party Name Learning Company Prop DBA/AKA/TA Composed of Address (line 1) One Athenaeum Street Address (line 2) Address (line 3) Cambridge | Mark if additional names of receiving parties attached perties Inc. Massachusetts 02142 |
| Receiving Party Name Learning Company Prop DBA/AKA/TA Composed of Address (line 1) One Athenaeum Street Address (line 2) Address (line 3) Cambridge City | Mark if additional names of receiving parties attached perties Inc. Massachusetts State/Country Limited Partnership Mark if additional names of receiving parties attached 02142 Zip Code |
| Receiving Party Name Learning Company Prop DBA/AKA/TA Composed of Address (line 1) One Athenaeum Street Address (line 2) Address (line 3) Cambridge | Mark if additional names of receiving parties attached perties Inc. Massachusetts State/Country Limited Partnership If document to be recorded is an assignment and the receiving party is |
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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: 1894 FRAME: 0274

| FORM PTO-16 Expires 08/30/99 OMB 0851-0027 | .618B | Page 2 | U.S. Department of Commerce Patent and Trademark Office TRADEMARK | | |
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| | epresentative Name and Addre | Enter for the first | Receiving Party only. | | |
| Name | | | | | |
| Address (line 1) | | | | | |
| Address (line 2) | | | | | |
| Address (line 3) | | | | | |
| Address (line 4) | | | | | |
| Correspond | lent Name and Address Area Co | de and Telephone Number | (617) 494-5766 | | |
| Name [| David L. McEvoy | | | | |
| Address (line 1) | The Learning Company, | Inc. | | | |
| Address (line 2) | One Athenaeum Street | | | | |
| Address (line 3) | Cambridge, MA 02142 | | | | |
| Address (line 4) | | | | | |
| Pages | Enter the total number of pages of including any attachments. | the attached conveyance | document # 3 | | |
| Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached | | | | | |
| Enter either the Trademark Application Number <u>or</u> the Registration Number (DO NOT ENTER BOTH numbers for the same property). Trademark Application Number(s) Registration Number(s) | | | | | |
| Irad | demark Application Number(s) | 2212991 | 2213937 | | |
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| | Deposit A | Account Number: | # 192830 | | |
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| 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 | | | | | |
| attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein. | | | | | |
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| | L. McEvoy | suo vuen | 9-28-49 Data Signed | | |
| Name | of Person Signing | Signature | Date Signed | | |

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TRADEMARK REEL: 1894 FRAME: 0275

ASSIGNMENT OF TRADEMARKS

WHEREAS BRODERBUND SOFTWARE, INC. ("Assignor"), a Delaware corporation whose address is 500 Redwood Boulevard, Novato, CA 94947, has adopted and is using the trademarks shown in Schedule A hereto in its business;

AND WHEREAS LEARNING COMPANY PROPERTIES INC. ("Assignee"), a Delaware corporation with offices at One Athenaeum Street, Cambridge, Massachusetts 02142, has acquired from Assignor certain assets and property used in Assignor's business and is desirous of acquiring the trademarks shown in Schedule A hereto and any other trademarks, service marks, trade names, and trade dress used in such business (collectively, the "Trademarks"), the registrations and applications for registration of the Trademarks shown in Schedule A and any other registrations and applications for registration of the Trademarks, and the goodwill of the business symbolized by the Trademarks.

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, Assignor hereby assigns to Assignee all right, title and interest in and to the Trademarks, together with the registrations of the Trademarks shown in Schedule A, any other registrations and applications for registration of the Trademarks and the goodwill of the business symbolized by the Trademarks.

BRODERBUND SOFTWARE, INC.

Date: April 28, 1999

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David L. McEvoy Vice President

> TRADEMARK REEL: 1894 FRAME: 0276

SCHEDULE A

REGISTERED:

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| <u>Trademark</u> | Registration No. | Registration Date |
|--|------------------|-------------------|
| CARMEN SANDIEGO CONNECTION | 2,212,991 | 12/22/98 |
| GEOJIGSAW | 1,753,069 | 2/16/93 |
| MISCELLANEOUS DESIGN (KIDS STUDIO) | 2,176,867 | 7/28/98 |
| WHERE IN THE WORLD IS CARMEN SANDIEGO? | 2,213,937 | 12/29/98 |

TRADEMARK REEL: 1894 FRAME: 0277

April 28, 1999

Via Express Mail

Commissioner of Patents and Trademarks U.S. Patent and Trademark Office Office of Public Records Attn: Customer Services Counter 1213 Jefferson Davis Highway, 3rd Floor Arlington, VA 22202

Re: Recordation of Assignment of Owner of Trademarks
Broderbund Software, Inc. to Learning Company Properties Inc.

To the Honorable Commissioner of Patents and Trademarks:

On behalf of Broderbund Software, Inc., a wholly-owned subsidiary of The Learning Company, Inc., I enclose for filing one (1) Recordation Form Cover Sheet, a schedule of trademarks and an executed assignment to effectuate the assignment of ownership on the trademarks shown on such schedule.

As noted on the Recordation Form Cover Sheet, the filing fee of \$115.00 may be charged to Deposit Account No. 19-2830. Any other payments necessary for this recordation should be deducted from this account.

Respectfully submitted,

David L. McEvoy

Vice President, Assistant Clerk and

Assistant General Counsel

Certificate of Mailing by Express Mail

I hereby certify that this correspondence is being deposited with the United States Postal Service as Express Mail, to Addressee in an envelope addressed to: Commissioner of Patents and Trademarks, U.S. Patent and Trademark Office, Office of Public Records, Attn: Customer Services Counter, 1213 Jefferson Davis Highway, 3rd Floor, Arlington, VA 22202, on April 28, 1999.

David L. McEvoy

Person signing Certificate

RECORDED: 04/28/1999

April 28, 1999

Date of signature

Signature

Febex 4452 7901 9596 Express Mail Number

The Learning Company, Inc. • One Athenaeum Street • Riverview Building • Cambridge, MA 02142 • Tel: (617) 494-1200 • Fax: (617) 494-1219 • www.learningco.com