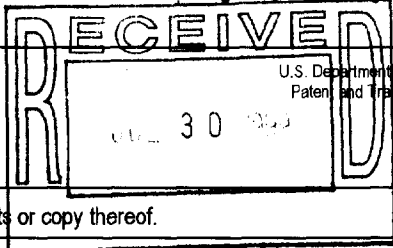


FILED 7-30-99



08-03-1999



LET

U.S. Department of Commerce
Patent and Trademark Office

JUL 30 1999

To the Honorable Commissioner of Patents and Trademarks

101108308

Documents or copy thereof.

1. Name of conveying party(ies):

Pleasant Company

- Individual(s)
 - General Partnership
 - Corporation-State - Wisconsin
 - Other
- Additional name(s) of conveying party(ies) attached? Yes No

2. Name and Address of receiving party(ies)

Name: PLEASANT ROWLAND EDUCATION PROGRAMS, INC.

Address: 8400 Fairway Place
Middleton, Wisconsin 53562-0998

3. Nature of conveyance:

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

Execution Date: July 20, 1999

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation- Wisconsin _____
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

Application Serial No. 74/558,644 (PREP)

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Felicia G. Traub, Esq.
Cowan, Liebowitz & Latman, P.C.
1133 Avenue of the Americas
New York, NY 10036-6799

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41)..... \$ 40.00

- Enclosed
- Any deficiency is authorized to be charged to Deposit Account No. 03-3415.

8. Deposit Account No. 03-3415

(Attach duplicate copy of this page if paying by deposit account)

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DO NOT USE THIS SPACE

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.

Felicia G. Traub
Name of Person Signing

Signature

July 30 1999
Date

Total number of pages including cover sheet, attachments, and document: 5

Mail to: U.S. Patent & Trademark Office, Office of Public Records, Crystal Gateway 4, Rm.335, Washington, D.C. 20231

TRADEMARK ASSIGNMENT

This ASSIGNMENT is made as of 20th day of July, 1999 between PLEASANT COMPANY, a Wisconsin corporation of 8400 Fairway Place, Middleton, Wisconsin 53562-0998 ("Assignor") and PLEASANT ROWLAND EDUCATION PROGRAMS, INC., a Wisconsin corporation, of 8400 Fairway Place, Middleton, Wisconsin 53562-0998 ("Assignee").

WHEREAS Assignor has adopted and used the trademark, and is the owner of the application thereof, set forth in the Schedule hereto ("The Trademark"); and

WHEREAS, Assignee is desirous of acquiring all of Assignor's common law and statutory right, title, and interest in and to the Trademark, including U.S. application Serial No. 74/558,644 and any registration that may issue therefrom, in the United States of America and its territories and possessions;

NOW THEREFORE, in consideration of US \$10 and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns, and transfers to Assignee, its successors and assigns, all of Assignor's right, title and interest in and to The Trademark, including U.S. application Serial No. 74/558,644 and any registration that may issue therefrom, together with the goodwill of the business symbolized by The Trademark being assigned, in the United States, its territories and possessions, and all causes of action for any and all past infringements of the rights being assigned and the right to collect and retain the proceeds therefrom.

Assignor hereby requests that the United States Assistant Commissioner for Trademarks record The Trademark as the property of Assignee and issue in the name of Assignee the registration issuing from U.S. application Serial No. 74/558,644.

PLEASANT COMPANY

By Catharine B. Waller
Name: Catharine B. Waller
Title: Secretary and Vice President

ACCEPTED AND AGREED:

PLEASANT ROWLAND EDUCATION PROGRAMS, INC.

By Pleasant Rowland
Name: Pleasant T. Rowland
Title: President

SCHEDULE

<u>Mark</u>	<u>Serial No.</u>	<u>Class</u>
PREP	74/558,644	16

JHE/JHE/21741/02/370562.2