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10-15-2001



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Form PTO-1594 (Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

Tab settings

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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

TLK Productivity Properties LLC

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, Other limited liability company

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: Broderbund Properties LLC

Internal

Address:

Street Address: 500 Redwood Blvd.

City: Novato State: CA Zip: 94947

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State

Other limited liability company

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

3. Nature of conveyance:

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

Execution Date: September 14, 2001

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

A. Trademark Application No.(s)

n/a

B. Trademark Registration No.(s)

1,986,573

Additional number(s) attached Yes No

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

Name: Sara Guinness

Internal Address: Broderbund LLC

Street Address: 500 Redwood Blvd.

City: Novato State: CA Zip: 94947

6. Total number of applications and registrations involved:

5

7. Total fee (37 CFR 3.41) \$ 140.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

19-2830

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

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.

Douglas L. Reilly Name of Person Signing

[Signature] Signature

9/28/01 Date

10/12/2001 00000125 192830 1986573 Total number of pages including cover sheet, attachments, and document: 5

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01 FC:481 02 FC:482

40.00 CH 100.00 CH

TRADEMARK REEL: 002382 FRAME: 0612

Schedule of Trademarks

TRADEMARK	REGISTRATION NUMBER
MINDSCAPE	1,986,573
MINDSCAPE	1,463,319
MINDSCAPE & Design	2,199,597
SOFTKEY	1,730,764
SOFTKEY & Design	1,700,322

Sep 17. 2001



State of Delaware

Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "TLC PRODUCTIVITY PROPERTIES LLC", CHANGING ITS NAME FROM "TLC PRODUCTIVITY PROPERTIES LLC" TO "BRODERBUND PROPERTIES LLC", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF SEPTEMBER, A.D. 2001, AT 1 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3231660 8100

AUTHENTICATION: 1343176

010455862

DATE: 09-14-01

Sept 17, 2001 9:40AM

No. 6750 P. 3/3

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 01:00 PM 09/14/2001
010455862 - 3231660

**CERTIFICATE OF AMENDMENT
OF
TLC PRODUCTIVITY PROPERTIES LLC**

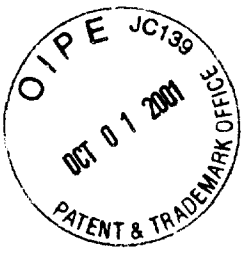
1. The name of the limited liability company is TLC Productivity Properties LLC.
2. The Certificate of Formation of the limited liability company is hereby amended as follows: The name of the limited liability company is Broderbund Properties LLC.
3. This Certificate of Amendment shall be effective on September 14, 2001.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment of TLC Productivity Properties LLC this 14th day of September, 2001.

GTG/WIZARD, LLC

By: /W ALEC E. GORES

Its: Chairman



Broderbund Properties LLC

7

500 Redwood Boulevard
Novato, CA 94947
U.S.A.
Telephone: (415) 382-4400
Facsimile: (415) 382-4411

September 28, 2001

Via Overnight Mail

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Re: Recordation of Name Change of Owner of Trademarks

TLC Productivity Properties LLC to Broderbund Properties LLC
Name Changed: September 14, 2001

To the Honorable Commissioner of Patents and Trademarks:

On behalf of Broderbund Properties LLC, I enclose for filing one (1) Recordation Form Cover Sheet, a copy of a Delaware Secretary of State Certificate and accompanying Certificate of Amendment, and a Schedule of five (5) trademark registrations to effectuate the transfer of ownership referenced above.

Please note that an assignment of three (3) of the marks, namely, Registration Numbers 1,463,319, 1,986,573, and 2,199,597, was sent to your office yesterday for recording the transfer of ownership on such marks to TLC Productivity Properties LLC.

As noted on the Recordation Form Cover Sheet, the filing fee of \$140.00 may be charged to Deposit Account No. 19-2830. Any other payments necessary for this recordation should be deducted from this account.

Please feel free to contact me at (415) 382-2642 if you have any questions.

Respectfully submitted,

Sara V. Guinness
Sr. Contract and Intellectual
Property Administrator