

03-11-2002

2 of 3

TRADEMARKS ONLY

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To the Hon  
Please

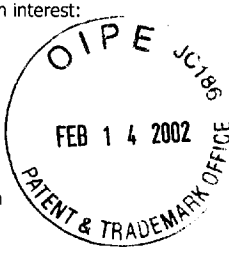


102008781

its and Trademarks:  
t or copy thereof.

1. Name of Party(ies) conveying an interest:

ProQuest Company  
300 North Zeeb Road  
Ann Arbor, Michigan 48103



Entity:  
 Individual(s)  Association

General Partnership  Limited Partnership

Corporation of Delaware

NRW  
2/14/2

Other \_\_\_\_\_

Additional name(s) of conveying party(ies) attached:  
 yes  no

2. Name and Address of Party(ies) receiving an interest:

Name: BH Acquisition, Inc.  
Street Address: 1209 Orange Street  
City: Wilmington  
State/Zip Code: Delaware 19801

Entity:  
 Individual(s)  Association

General Partnership  Limited Partnership

Corporation of Delaware

Other \_\_\_\_\_

Citizenship \_\_\_\_\_

3. Description of the interest conveyed:

Assignment  Change of Name  Other:

Security Agreement  Merger

Execution date of the attached document September 28, 2001

If not domiciled in the United States, a domestic representative designation is attached:

yes  no

(The attached document must not be an assignment)  
Additional name(s) and addresses attached:  
 yes  no

4. Application number(s) or registration number(s). Additional sheet attached?  yes  no

A. Trademark Application No.(s)

76/002,745

B. Trademark Registration No.(s)

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

Name: Joanne Ludovici-Lint, Esq.  
FIRM: McDermott, Will & Emery  
Address: 600 13th Street, N.W.  
City/State/Zip: Washington, D.C. 20005-3096

6. Number of applications and registrations involved: 1

7.  The \$\_\_\_\_\_ filing fee is enclosed.

8.  Please charge the \$40.00 filing fee to Deposit Account No. 500417. (duplicate copy of this page attached)

9.  Please charge any deficiencies in fees or credit any overpayment to Deposit Account No. 500417.

03/08/2002 JJALLAH2 00000011 500417 76002745

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DO NOT USE THIS SPACE

10. 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.

Joanne Ludovici-Lint, Esq.  
Name of Person Signing Joanne Ludovici-Lint Signature February 14, 2002 Date

Total number of pages comprising coversheet: 1

**TRADEMARK ASSIGNMENT**

WHEREAS, ProQuest Company (formerly Bell & Howell Company) ("Assignor"), a Delaware corporation, with its principal place of business at 300 North Zeeb Road, Ann Arbor, Michigan 48103, has adopted, owns and is using the trademarks identified in Appendix A attached for which Assignor owns the identified registrations in connection with the goods and/or services recited therein; and

WHEREAS, BH Acquisition, Inc. ("Assignee"), a Delaware Corporation, desires to acquire the marks and the registrations identified in Appendix A;

WHEREAS, Assignor has intended to use the marks identified in Appendix B attached in interstate commerce in connection with various goods and/or services and has filed applications based on its bona fide intent to use said marks in commerce; and

WHEREAS, Assignee desires to acquire the marks and pending applications identified in Appendix B and is acquiring the entire business or portion thereof to which the marks pertain;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to each of the marks, together with the goodwill of the business symbolized by the marks, and the registrations or pending applications thereof.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed and delivered as of this 28 day of September, 2001.

**PROQUEST COMPANY**

By: Todd W. Buchardt

Printed: Todd W. Buchardt

Title: Vice President

**BH ACQUISITION, INC.**

By: William J. McGrath

Printed: William J. McGrath

Title: Assistant Secretary

**APPENDIX A**

**TRADEMARK ASSIGNMENT**  
(Proquest to BH Acquisition, Inc.)

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