

05-13-2002

Patent & Trademark Office

To the Honorable Commissioner of Patent



Original documents or copy thereof.

102083935

1. Name of conveying party(ies):

2. Name and address of receiving party(ies):

Macmillan/McGraw-Hill School Publishing Company

McGraw-Hill, Inc.  
1221 Avenue of the Americas  
New York, New York 10020

- Individual(s)
- New York General Partnership
- Corporation-State
- Association
- Limited Partnership
- Other

- Individual(s) citizenship U.S.
- Association
- General Partnership
- Limited Partnership
- Corporation-State of New York
- Other

2-20-02

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

3. Nature of Conveyance:

- Assignment  Merger
- Security Agreement  Change of Name
- Merger and Operation of Law - See Attachment A

Execution Date: 12/31/93

If assignee is not domiciled in the United States, a domestic representative designated is attached  Yes  No

(Designations must be a separate document Assignment)

Additional name(s) & Address(es) attached  Yes  No

4. Application or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

920,242

Additional numbers attached?  Yes  No

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

Ava K. Doppelt, Esquire  
Allen, Dyer, Doppelt,  
Milbrath & Gilchrist, P.A.  
255 South Orange Avenue  
Suite 1401  
Orlando, Florida 32801

6. Total number of applications and registrations involved:.....(1)

7. Total fee (37CFR 3.41)..... \$ 40.00  
 Enclosed (receipt for payment)  
 Charge any amounts due or credit any Overpayment to deposit account no. 01-0484

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

03/14/2002 BTOM11 00000168 920242

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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.

Ava K. Doppelt, Esquire

Signature

February 20, 2002

Date

Total number of pages including cover sheet, attachments and document: 2

ATTACHMENT A  
MERGER AND OPERATION OF LAW

Macmillan/McGraw-Hill School Publishing Company ("MMH") was created as a New York general partnership on June 23, 1989. Fifty percent of the partnership interest in MMH was owned by McGraw-Hill School Publishing, Inc. (the "McGraw-Hill Subsidiary"), a Delaware corporation and a wholly owned subsidiary of McGraw-Hill, Inc. The other 50 percent interest was owned by Macmillan School Publishing, Inc. (the "Macmillan Subsidiary"), a Delaware corporation and a wholly owned indirect subsidiary of Macmillan, Inc.

On October 4, 1993, McGraw-Hill, Inc. purchased the partnership interest in MMH owned by the Macmillan Subsidiary. Accordingly, McGraw-Hill, Inc. and the McGraw-Hill Subsidiary then became the owners of all of the partnership interest in MMH.

Effective as of December 31, 1993, the McGraw-Hill Subsidiary was merged into McGraw-Hill, Inc. As a consequence of this merger, the partnership ceased to exist and MMH became a division of McGraw-Hill, Inc.