

04-18-2002

TRADEMARKS ONLY

TRADEMARKS ONLY

To the Honc
Please



102059234

s and Trademarks:
or copy thereof.

4-10-02

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

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: 190 South LaSalle, Suite 2830
City: Chicago
State/Zip Code: Illinois 60603

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)

75/553,069

B. Trademark Registration No.(s)

1,179,022
733,078
1,753,473
1,778,292
1,898,691
1,187,106

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: 7

7. The \$_____ filing fee is enclosed.

8. Please charge the \$190.00 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.

04/17/2002 6TOM11 00000200 500417 75553069

01 FC:481 40.00 CH
02 FC:482 150.00 CH

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

April 10, 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.)

Trademark	Country	Reg. No.
ACCUFEED	Argentina	1638639
ACCUFEED	Australia	709641
ACCUFEED	Switzerland	445535
ACCUFEED	Columbia	196580
ACCUFEED	Ecuador	4934
ACCUFEED	Korea	383383
ACCUFEED	New Zealand	262892
ACCUFEED	Peru	31538
BELL & HOWELL	Venda	4591/67
BELL & HOWELL (Stylized)	Venezuela	F-173.090
BELL & HOWELL PAPYRUS LINE	France	99804518
BELL + HOWELL	United States	1778292
BELL + HOWELL	Algeria	44117
BELL + HOWELL	Bahrain	15526
BELL + HOWELL	Bahrain	15527
BELL + HOWELL	Canada	416603
BELL + HOWELL	(Dubai) Ras Al-Khaimah	
BELL + HOWELL	Paraguay	214211
BELL + HOWELL	Puerto Rico	
BELL + HOWELL	Hong Kong	
BELL + HOWELL	Hong Kong	
BELL + HOWELL	Haiti	
BELL + HOWELL	Kuwait	
BELL + HOWELL	Switzerland	420481
BELL + HOWELL	Germany	2085374
BELL + HOWELL	Greece	118066
BELL + HOWELL	Denmark	04159/1994
BELL + HOWELL	Austria	152472
BELL + HOWELL	Turkey	155049
BELL + HOWELL	Oman	
BELL + HOWELL	Finland	136524
BELL + HOWELL	Guatemala	83815
BELL + HOWELL	Guatemala	79920
BELL + HOWELL	Guatemala	79450
BELL + HOWELL	Hungary	146118
BELL + HOWELL	Slovak Republic	180826
BELL + HOWELL	Czech Republic	195005
BELL + HOWELL	Barbados	
BELL + HOWELL	Greece	B 35949
BELL + HOWELL	Korea	246363
BELL + HOWELL	Korea	248282
BELL + HOWELL	Korea	262190
BELL + HOWELL	Panama	59984
BELL + HOWELL	Portugal	161075
BELL + HOWELL	Portugal	70600
BELL + HOWELL	Syrian Arab Republic	45292
BELL + HOWELL	US	733078
BELL + HOWELL	Portugal	161075

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(Proquest to BH Acquisition, Inc.)

Trademark	Country	Reg. No.
BELL + HOWELL	Venezuela	49597
BELL + HOWELL	Venezuela	48847
BELL + HOWELL	Venezuela	48846
BELL + HOWELL (?)	Iraq	
BELL + HOWELL (?)	Kenya	39720
BELL + HOWELL (?)	Kenya	39719
BELL + HOWELL (?)	Italy	687399
BELL + HOWELL (IN KATAKANA)	Japan	2703734
BELL + HOWELL (IN KATAKANA)	Japan	2717642
BELL + HOWELL (IN KATAKANA)	Japan	2567659
BELL + HOWELL (IN KATAKANA)	Japan	2689357
BELL + HOWELL (IN KATAKANA)	Japan	2624454
BELL + HOWELL (IN KATAKANA)	Japan	2604784
BELL + HOWELL (Stylized)	Venezuela	F-173091
BELL + HOWELL (Stylized)	Venezuela	F-173.092
BELL + HOWELL (Stylized)	Venezuela	F-169.204
BELL + HOWELL (Stylized)	Venezuela	F-173.093
BELL + HOWELL (Stylized)	Yugoslavia	Z-1763/91
BELL + HOWELL (Stylized)	Yemen PDR	7239
BELL + HOWELL (Stylized)	Yemen PDR	7123
BELL + HOWELL (Stylized)	Zaire	2806/92
BELL + HOWELL (Stylized)	Argentina	1479246
BELL + HOWELL (Stylized)	Argentina	1479247
BELL + HOWELL (Stylized)	Austria	140309
BELL + HOWELL (Stylized)	Bahamas	14775
BELL + HOWELL (Stylized)	Bahamas	14774
BELL + HOWELL (Stylized)	Barbados	81/8106
BELL + HOWELL (Stylized)	Barbados	81/8105
BELL + HOWELL (Stylized)	Benelux	501366
BELL + HOWELL (Stylized)	Bolivia	54009-C
BELL + HOWELL (Stylized)	Bolivia	55546-C
BELL + HOWELL (Stylized)	Brazil	817766754
BELL + HOWELL (Stylized)	Brazil	816766746
BELL + HOWELL (Stylized)	Brazil	816766762
BELL + HOWELL (Stylized)	Chile	402301
BELL + HOWELL (Stylized)	Colombia	158283
BELL + HOWELL (Stylized)	Colombia	170499
BELL + HOWELL (Stylized)	Cyprus	35494
BELL + HOWELL (Stylized)	Cyprus	35495
BELL + HOWELL (Stylized)	Denmark	4770
BELL + HOWELL (Stylized)	Egypt	81893
BELL + HOWELL (Stylized)	Egypt	81894
BELL + HOWELL (Stylized)	Ecuador	2129-93
BELL + HOWELL (Stylized)	Ecuador	2130-93
BELL + HOWELL (Stylized)	Finland	125891
BELL + HOWELL (Stylized)	France	1662783
BELL + HOWELL (Stylized)	France	92425238
BELL + HOWELL (Stylized)	France	94508067
BELL + HOWELL (Stylized)	Germany	2027946

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TRADEMARK ASSIGNMENT

(Proquest to BH Acquisition, Inc.)

Trademark	Country	Reg. No.
BELL + HOWELL (Stylized)	Ghana	25160
BELL + HOWELL (Stylized)	Nigeria	51739
BELL + HOWELL (Stylized)	Nigeria	51732
BELL + HOWELL (Stylized)	Norway	184020
BELL + HOWELL (Stylized)	Oman	7020
BELL + HOWELL (Stylized)	Oman	7021
BELL + HOWELL (Stylized)	Pakistan	561817
BELL + HOWELL (Stylized)	Pakistan	
BELL + HOWELL (Stylized)	Panama	59985
BELL + HOWELL (Stylized)	Panama	59984
BELL + HOWELL (Stylized)	Paraguay	158653
BELL + HOWELL (Stylized)	Paraguay	158654
BELL + HOWELL (Stylized)	Paraguay	214209
BELL + HOWELL (Stylized)	Paraguay	214210
BELL + HOWELL (Stylized)	Paraguay	214212
BELL + HOWELL (Stylized)	Paraguay	214213
BELL + HOWELL (Stylized)	Peru	96669
BELL + HOWELL (Stylized)	Philippines	57082
BELL + HOWELL (Stylized)	Portugal	276942
BELL + HOWELL (Stylized)	Portugal	276943
BELL + HOWELL (Stylized)	Portugal	298375
BELL + HOWELL (Stylized)	Qatar	9361
BELL + HOWELL (Stylized)	Qatar	9362
BELL + HOWELL (Stylized)	Saudi Arabia	281/33
BELL + HOWELL (Stylized)	Saudi Arabia	281/34
BELL + HOWELL (Stylized)	Saudi Arabia	348/14
BELL + HOWELL (Stylized)	Thailand	164148
BELL + HOWELL (Stylized)	Singapore	T91/04612G
BELL + HOWELL (Stylized)	Australia	555984
BELL + HOWELL (Stylized)	Australia	555986
BELL + HOWELL (Stylized)	Sierra Leone	13584
BELL + HOWELL (Stylized)	Sierra Leone	13585
BELL + HOWELL (Stylized)	Russian Federation	112444
BELL + HOWELL (Stylized)	Spain	1662169
BELL + HOWELL (Stylized)	Spain	1662158
BELL + HOWELL (Stylized)	Spain	1811028
BELL + HOWELL (Stylized)	Sri Lanka	62810
BELL + HOWELL (Stylized)	Sweden	323207
BELL + HOWELL (Stylized)	Switzerland	393550
BELL + HOWELL (Stylized)	Syria	45292
BELL + HOWELL (Stylized)	Taiwan	548672
BELL + HOWELL (Stylized)	Taiwan	545579
BELL + HOWELL (Stylized)	Taiwan	545660
BELL + HOWELL (Stylized)	Taiwan	545792
BELL + HOWELL (Stylized)	Taiwan	543949
BELL + HOWELL (Stylized)	Taiwan	560241
BELL + HOWELL (Stylized)	Great Britain	1559755
BELL + HOWELL (Stylized)	Great Britain	1559063
BELL + HOWELL (Stylized)	Turkey	147844

WDC99 497398-1.061926.0010

BELL + HOWELL (Stylized) SWEDEN 323207

WDC99 497398-1.061926.0010

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(Proquest to BH Acquisition, Inc.)

Trademark	Country	Reg. No.
BELL + HOWELL (Stylized)	United Arab Emirates	
BELL + HOWELL (Stylized)	Greece	106249
BELL + HOWELL (Stylized)	Hungary	134137
BELL + HOWELL (Stylized)	Uruguay	244351
BELL + HOWELL (Stylized)	Iceland	1256/1991
BELL + HOWELL (Stylized)	India	
BELL + HOWELL (Stylized)	India	
BELL + HOWELL (Stylized)	Ireland	153326
BELL + HOWELL (Stylized)	Israel	80981
BELL + HOWELL (Stylized)	Israel	80982
BELL + HOWELL (Stylized)	Italy	612620
BELL + HOWELL (Stylized)	Malaysia	91/02723
BELL + HOWELL (Stylized)	Malaysia	91/02724
BELL + HOWELL (Stylized)	Malaysia	91/02722
BELL + HOWELL (Stylized)	Malaysia	91/02725
BELL + HOWELL (Stylized)	Mexico	426001
BELL + HOWELL (Stylized)	Mexico	474700
BELL + HOWELL (Stylized)	Japan	2601186
BELL + HOWELL (Stylized)	Japan	2637487
BELL + HOWELL (Stylized)	Japan	2689356
BELL + HOWELL (Stylized)	Japan	2624453
BELL + HOWELL (Stylized)	Japan	2604783
BELL + HOWELL (Stylized)	Jordan	30361
BELL + HOWELL (Stylized)	Jordan	30365
BELL + HOWELL (Stylized)	New Zealand	B217173
BELL + HOWELL (Stylized)	New Zealand	B217174
BELL + HOWELL (Stylized)	South Korea	246363
BELL + HOWELL (Stylized)	South Korea	248282
BELL + HOWELL (Stylized)	South Korea	262190
BELL + HOWELL (Stylized)	Lebanon	57062
BELL + HOWELL (Stylized)	Canada	464267
BELL + HOWELL (Stylized)	Mexico	475088
BELL + HOWELL (Stylized)	United States	1898691
BELL + HOWELL (Stylized)	Benelux	547707
BELL + HOWELL (Stylized)	Ireland	160580
BELL + HOWELL COMPANY & SHIELD	Portugal	70600
BELL + HOWELL DESIGN	Argentina	1444660
BELL HOWELL	Taiwan	545181
BELL HOWELL	Taiwan	548654
BELL HOWELL	Bangladesh	6442
BELL HOWELL	Morocco	47752
BELL HOWELL	Canada	286395
BELL HOWELL	Canada	289038
BELL HOWELL	Canada	289048
BELL HOWELL	Canada	299971
BELL HOWELL	Canada	312290
BELL HOWELL	Canada	339155
BELLHOWELL	Sweden	89067

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(Proquest to BH Acquisition, Inc.)

Trademark	Country	Reg. No.
BELL & HOWELL (word mark)	US	1187106
BELL & HOWELL (Stylized)	US	1753473
EXPEDITER	Taiwan	551881
EXPEDITER 5000	Japan	2707914
EXPEDITER 5000	Korea	248280
FILEMASTER	United States	1155414
IMPERIAL	Japan	
MAILMOBILE	United States	1179022
MASTER MAILER	Japan	2702714
MASTER MAILER	South Korea	252391
MICROX	United States	1183614
NEW IMPERIAL 10,000	Korea	248279
PHILLIPSBURG	France	1064040
POSTSTAR JUMBO	Japan	2648307
POSTSTAR JUMBO	Korea	248281
POSTSTAR JUMBO	Taiwan	554858

APPENDIX B

TRADEMARK ASSIGNMENT

(Proquest to BH Acquisition, Inc.)

Trademark	Country	Serial No.
BELL + HOWELL	Singapore	SN 4611/91 (Class 7); SN
BELL + HOWELL	Singapore	4612/91 (Class 9); SN
BELL + HOWELL	Singapore	4613/91 (Class 18); SN
BELL + HOWELL	Singapore	4614/91 (Class 21)
BELL + HOWELL	France	SN 92/425239
BELL + HOWELL	Germany	SN 1008859102
BELL + HOWELL	Srilanka	SN 72771
BELL + HOWELL	Switzerland	SN 1966/19947
BELL + HOWELL (Stylized)	United States	SN 75/553069
BELL + HOWELL LOGO	United States	SN 76/002,745