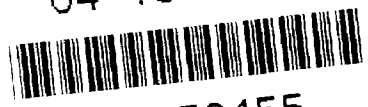


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Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/200)
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Y U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):
Addison Wesley Longman, Inc. *4-4-02*

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

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

2. Name and address of receiving party(ies)
Name: Penguin Putnam Inc.
Internal
Address: _____
Street Address: 375 Hudson Street
City: New York State: NY Zip: 10014-3657

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: January 9, 2002

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) _____

Additional number(s) attached Yes No

B. Trademark Registration No.(s) 2,173,228,
2,173,237

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Ronald S. Kadden
Internal Address: Von Maltitz, Derenberg, Kunin,
Janssen & Giordano, Suite 4410
Street Address: 60 East 42nd Street
City: New York State: NY Zip: 10165

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41).....\$ 65.00
 Enclosed *40E*
 Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.
Ronald S. Kadden *Ronald S. Kadden* January 10, 2002
Name of Person Signing Signature Date

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

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

TRADEMARK
REEL: 002486 FRAME: 0163

01-31-2002



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Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)

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

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

1. Name of conveying party(ies):

Addison Wesley Longman, Inc.

1-10-02

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

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

3. Nature of conveyance:

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

Execution Date: January 9, 2002

2. Name and address of receiving party(ies)

Name: Penguin Putnam Inc.

Internal

Address:

Street Address: 375 Hudson Street

City: New York State: NY Zip: 10014-3657

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- 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):

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Janssen & Giordano, Suite 4410

Street Address: 60 East 42nd Street

City: New York State: NY Zip: 10165

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Ronald S. Kadden

Name of Person Signing

Signature

January 10, 2002
Date

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

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

01/31/2002 6TON11 00000066 2173228

01 FC:481 40.00 OP
02 FC:482 25.00 OP

TRADEMARK
REEL: 002486 FRAME: 0164

ASSIGNMENT

WHEREAS, ADDISON WESLEY LONGMAN, INC., a corporation organized and existing under the laws of the Commonwealth of Massachusetts, located and doing business at 75 Arlington Street, Suite 300, Boston, Massachusetts 02116 (hereinafter "Assignor") is the owner in the United States of the trademarks shown in Schedule A attached hereto and the owner of the United States trademark registrations of said trademarks shown in Schedule A attached hereto; and

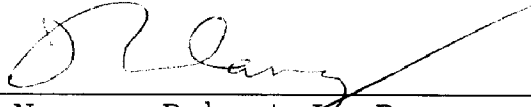
WHEREAS PENGUIN PUTNAM INC., a corporation organized and existing under the laws of the State of Delaware, located and doing business at 375 Hudson Street, New York, New York 10014-3657 (hereinafter "Assignee") is desirous of acquiring the said trademarks and registrations;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign to Assignee all right, title and interest in and to the trademarks shown in Schedule A attached hereto and the United States trademark registrations of said trademarks shown in

Schedule A attached hereto, together with the good will of the business connected with the use of and symbolized by the said trademarks, and all Assignor's rights to damages or profits, due or accrued, arising out of past infringement of the said trademarks or injury to the said good will, and the right to sue for and recover the same in the Assignee's own name.

IN WITNESS WHEREOF, this assignment has been executed
this 9th day of January, 2002.

ADDISON WESLEY LONGMAN, INC.

By 
Name: Robert E. Dancy
Title: Senior Vice President

STATE OF NEW JERSEY)
 : SS.
COUNTY OF BERGEN)

On this 9 day of January, 2002, before me appeared ROBERT L. DANCY, to me personally known, who, being by me duly sworn, did say that he is Senior Vice President of ADDISON WESLEY LONGMAN, INC. and that the seal affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was signed and sealed in behalf of said corporation by authority of its board of directors, and said ROBERT L. DANCY acknowledged said instrument to be the free act and deed of said corporation.



Notary Public

GAIL DIPSINER
NOTARY PUBLIC OF NEW JERSEY
MY COMMISSION EXPIRES 8/18/2003

SCHEDULE A

<u>Mark</u>	<u>Registration No.</u>	<u>Date</u>
PLANET DEXTER	2,173,228	July 14, 1998
PLANET DEXTER and Design	2,173,237	July 14, 1998