

05-29-2002

Form PTO-1594
(Rev. 03/01)

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

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

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Tab settings

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

1. Name of conveying party(ies):

Scholastic Book Clubs, Inc.

524.02

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

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

2. Name and address of receiving party(ies)

Name: Scholastic Inc.

Internal

Address: _____

Street Address: 555 Broadway

City: New York State New York Zip 10012

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State New York
- 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
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: May 1, 2002

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

A. Trademark Application No.(s)

N/A

B. Trademark Registration No.(s)

1,696,055

Additional number(s) attached Yes No

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

Name: Edward H. Rosenthal, Esq.

Internal Address: c/o Frankfurt Garbus Kurnit

Klein & Selz, PC

Street Address: 488 Madison Avenue

City: New York State: NY Zip: 10022

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

N/A

(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.

Edward H. Rosenthal
Name of Person Signing

Edward H. Rosenthal
Signature

5/23/02
Date

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

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

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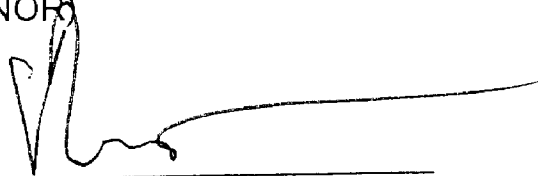
ASSIGNMENT OF TRADEMARKS

The Assignment is made as of May 1, 2002, by Scholastic Book Clubs, Inc, a Missouri corporation with an address at 2931 East McCarty Street, Jefferson City, Missouri 65101 ("ASSIGNOR"), to Scholastic, Inc., a corporation organized under the laws of the State of New York with an address at 555 Broadway, New York, New York 10012 ("ASSIGNEE"), and the successor to the Applicant's business, to which the marks pertain.

NOW THEREFORE, for and in good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR does hereby assign, sell, and transfer to ASSIGNEE, its successors and assigns, all right, title and interest in and to trademark registration No. 1,696,055, together with the goodwill of the business symbolized by and associated with such trademark.

IN WITNESS WHEREOF, ASSIGNOR has executed this Assignment.

SCHOLASTIC BOOK CLUBS, INC.
(ASSIGNOR)



Stephen M. Tait
President

4704.100

FGKS: 174656.1 4/26/02

RECORDED: 05/24/2002

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