

12/4/02

12-10-2002



102306605

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

1. Name of conveying party(ies):
Silicon Valley Bank
3003 Tasman Drive-HA155
Santa Clara, CA 95054

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

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

2. Name and address of receiving party(ies):
 Name: **Knowledge Adventure, Inc.**
 Internal Address:
 Street Address: **19840 PIONEER AVE**
 City: **TORRANCE** State: **CA** ZIP: **90503**

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other **Release**

Execution Date: **11/27/02**

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-DE
 Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)	B. Trademark No.(s)
74/664192 74/548613 74/521723 74/421827 74/571689 74/670548 74/670980	1,847,273 1,874,749
74/046367 74/046366 74/591474 74/591471 74/563566 74/563565 74/670996	1,932,875 1,892,033
74/670509 74/563568 74/563567 74/577166 74/577167 74/591472 74/591473	1,929,228 1,912,350
74/632529 74/632528 74/632530 74/632531 74/632532 74/632533 74/544694	1,804,246 1,799,178
74/544744 74/565592 74/565691 74/565693 74/599598 74/599599 74/599472	1,799,179 1,808,939
74/617709 74/703949 74/361547 74/563569 74/563570 74/664080	1,808,941

Additional numbers attached? Yes No

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

Name: **Silicon Valley Bank**
 Internal Address: **Loan Documentation HA155**
 Street Address: **3003 Tasman Dr.**
 City: **Santa Clara** State: **Ca** ZIP: **95054**

6. Total number of applications and registrations involved: **52**

7. Total fee (37 CFR 3.41): **\$1315**
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
 (Attach duplicate copy of this page if paying by deposit account)

12/09/2002 LMUELLER 00000298 74664192
 01 FC:8521 40.00 OP
 02 FC:8522 1275.00 OP

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.

Bryan Brittingham
 Name of Person Signing

Signature

11/27/02
 Date

**RELEASE OF SECURITY AGREEMENT COVERING
INTERESTS IN TRADEMARKS**

Silicon Valley Bank ("Secured Party"), hereby releases its security interest in the interests of **Knowledge Adventure, Inc.** ("Assignor") in the trademarked works set forth in that certain **Supplement to Collateral Assignment, Patent Mortgage and Security Agreement** dated, April 5, 1996, executed by Assignor in favor of Secured Party recorded with the United States Department of Commerce, Patent and Trademark Office on July 22, 1996, Reel 1484, Frame 0873.

Dated: **November 27, 2002**

SILICON VALLEY BANK

By: 

Name: **Michelle Giannini**

Title: **AVP**

Knowledge Adventure, Inc. Intellectual Property List

EXHIBIT C

Country	Trademark Applications	Serial No.	Class(es)
United States	Accomplish	74/548613	9
United States	Adventure	74/521723	9
United States	Adventure	74/421827	28
United States	Aviation Adventure	74/571689	28
United States	Brainy Books	74/670548	9
United States	Brainy Books	74/670980	28
United States	JumpStart Design & Logo	74/046367	9
United States	JumpStart Design & Logo	74/046366	28
United States	JumpStart Preschool	74/591474	9
United States	JumpStart Preschool	74/591471	28
United States	JumpStart Kindergarten	74/563566	9
United States	JumpStart Kindergarten	74/563565	28
United States	JumpStart Elementary	74/670996	9
United States	Jump Start Elementary	74/670509	28
United States	JumpStart 1st Grade	74/563568	9
United States	JumpStart 1st Grade	74/563567	28
United States	JumpStart 2nd Grade	74577166	9
United States	JumpStart 2nd Grade	74/577167	28
United States	JumpStart Third Grade	74/591472	9
United States	JumpStart Third Grade	74/591473	28
United States	JumpStart Fourth Grade	74/632529	9
United States	JumpStart Fourth Grade	74/632528	28
United States	JumpStart Fifth Grade	74/632530	9
United States	JumpStart Fifth Grade	74/632531	28
United States	JumpStart Sixth Grade	74/632532	9
United States	JumpStart Sixth Grade	74/632533	28
United States	JumpStart Toddlers	TBF	9
United States	JumpStart Toddlers	TBF	28
United States	Kids Club	74/544694	9
United States	Kids Club	74/544744	28
United States	Knowledge Adventure	74/565592	9
United States	Knowledge Adventure	74/565691	28
United States	Knowledge Adventure Word Service Mark	74/565693	41, 42
United States	Knowledge Adventure Logo	74/599598	9
United States	Knowledge Adventure Logo	74/599599	28
United States	Knowledge Adventure Logo Service Mark	74/599472	40
United States	My First Encyclopedia	74/617709	9
United States	My First Encyclopedia	74/703949	28
United States	Preschool Adventure	74/361547	
United States	The Adventurers	74/563569	9
United States	The Adventurers	74/563570	28
United States	ToddlerWare	74/664080	9
United States	ToddlerWare	74/664192	28

Knowledge Adventure, Inc. Intellectual Property List

EXHIBIT C

Country	Trademark Registration	Registration NO.
United States	America Adventure	1,874,749
United States	Aviation Adventure	1,932,875
United States	Body Adventure	1,892,033
United States	Body Adventure	1,929,228
United States	Bug Adventure	1,912,350
United States	Dinosaur Adventure	1,804,246
United States	Knowledge Adventure (Product)	1,799,178
United States	Science Adventure	1,799,179
United States	Space Adventure	1,808,939
United States	Sports Adventure	1,808,941
United States	Undersea Adventure	1,847,273
France	Knowledge Adventure Word	95 577 668
France	Knowledge Adventure Logo	95 577 815

Knowledge Adventure, Inc. Intellectual Property List

EXHIBIT C

Finland	Knowledge Adventure Word	3843/95	9, 28
Finland	Knowledge Adventure Logo	3844/95	9, 28
Germany	Knowledge Adventure Word	39526534.7	9, 16, 28
Germany	Knowledge Adventure Logo	39526534.6	9, 16, 28
Spain	Knowledge Adventure Word	1977612-3	9, 28
Spain	Knowledge Adventure Logo	1977614-6	9, 28, 38
Canada	Knowledge Adventure Word	Waiting ##	9, 28, 41, 42
Canada	Knowledge Adventure Logo	Waiting ##	9, 28, 41, 42
United Kingdom	Knowledge Adventure Word	2025433	9, 16, 28
United Kingdom	Knowledge Adventure Logo	2025430	9, 16, 28
Japan	Knowledge Adventure Word	7-64857-8	9
Japan	Knowledge Adventure Logo	7-64859-60	28