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Name and address of party to whom correspondence concerning document should be mailed: Paula Upson Ternal Address: he Thomson Corporation	2,465,542
Name and address of party to whom correspondence concerning document should be mailed: Paula Upson Ternal Address: he Thomson Corporation	
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he Thomson Corporation	otal fee (37 CFR 3.41)
	Enclosed ==
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	ach duplicate copy of this page if paying by deposit account)
DO NOT USE THIS : Statement and signature.	SPACE
To the best of my knowledge and belief, the foregoing information i copy of the original document.	is true and correct and any attached copy is a true
Paula K. Upson Quela K	1/21 /03
Name of Person Signing Signatur Total number of pages including cover sheet, a	e Date
Mail documents to be recorded with required	
Commissioner of Patent & Trademar Washington, D.C. 20	d cover sheet information to:

TRADEMARK
REEL: 002661 FRAME: 0743

TRADEMARK ASSIGNMENT

THIS AGREEMENT is effective as of October 29, 2002.

WHEREAS, Thomson Learning Inc., a corporation organized and existing under

the laws of the State of Delaware, having an office at 290 Harbor Drive, Stamford,

Connecticut 06902 (hereinafter referred to as "Assignor"), has adopted, acquired, used

and is using exclusively in its business the trademarks listed on Schedule A attached

hereto; and

WHEREAS, Thomson Learning Licensing Corporation, a corporation organized

and existing under the laws of the State of Florida, having an office at 650 Naamans

Road, Claymont, Delaware 19703 (hereinafter referred to as "Assignee") is desirous of

acquiring all right, title and interest in and to said trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt and

sufficiency of which is hereby acknowledged, Assignor does hereby assign unto

Assignee, its successors and assigns all of its right, title and interest in and to the

trademarks listed on Schedule A, including the entire business or portion thereof to which

the marks pertain, together with all the goodwill of the business symbolized by said

marks, and together with the right to sue and collect damages and/or profits for past

infringements of said marks, the intent hereof being substitute Assignee in the place of

Assignor.

Stamford, Connecticut on January 21, 2003

THOMSON LEARNING INC.

Name: Kenneth A. Cars

Title: Vice President

12883

TRADEMARK REEL: 002661 FRAME: 0744

SCHEDULE A

RESUMEEDGE Reg. No. 2,612,719

ESSAY EDGE Reg. No. 2,490,568

CYBEREDIT Reg. No. 2,465,542

RECORDED: 01/27/2003

TRADEMARK REEL: 002661 FRAME: 0745