

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Pearson Education, Inc.		10/28/2003	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Penguin Group (USA) Inc.
Street Address:	375 Hudson Street
City:	New York
State/Country:	NEW YORK
Postal Code:	10014-3657
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Serial Number:	76466489	ALPHA BRAVO DELTA GUIDE
Registration Number:	2431283	COMPLETE IDIOT'S GUIDE
Registration Number:	2129136	THE COMPLETE IDIOT'S GUIDE TO
Registration Number:	2240844	THE COMPLETE IDIOT'S TRAVEL GUIDE TO
Serial Number:	76454643	THE POCKET IDIOT'S GUIDE

CORRESPONDENCE DATA

Fax Number: (212)370-1819
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 212-661-1400
 Email: rkadden@vonmaltitz.com
 Correspondent Name: Ronald S. Kadden
 Address Line 1: 60 East 42nd Street, Suite 4410
 Address Line 4: New York, NEW YORK 10165

ATTORNEY DOCKET NUMBER:	3301
NAME OF SUBMITTER:	Ronald S. Kadden

OP \$140.00 76466489

Total Attachments: 4

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ASSIGNMENT

WHEREAS, PEARSON EDUCATION, INC., a corporation organized and existing under the laws of the State of Delaware, located and doing business at One Lake Street, Upper Saddle River, New Jersey 07458 (hereinafter "Assignor"), was until January 1, 2003 the owner of the trademarks, and the registrations and applications therefor, shown in Schedule A attached hereto (hereinafter "the Assigned Marks, Registrations and Applications"); and

WHEREAS, pursuant to the terms of that certain Agreement dated as of January 1, 2003 between Assignor and PENGUIN GROUP (USA) 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"), the Assignor assigned all its right, title and interest in and to the Assigned Marks, Registrations and Applications to Assignee, effective on January 1, 2003; and

WHEREAS, the parties desire to confirm the granting of said assignment and to set forth its terms;

NOW, THEREFORE, in consideration of the said Agreement and for other good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby confirm the said assignment to Assignee, as of January 1, 2003, of all right, title and interest in and to the Assigned Marks, Registrations and Applications, together with the good will of the business connected with the use of and symbolized by the Assigned Marks, Registrations and Applications, and all Assignor's rights to damages or profits, due or accrued, arising out of past infringement of the Assigned Marks, Registrations and Applications, or injury to the said good will, each

occurring prior to January 1, 2003, 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 28th day of October, 2003.

PEARSON EDUCATION, INC.

By



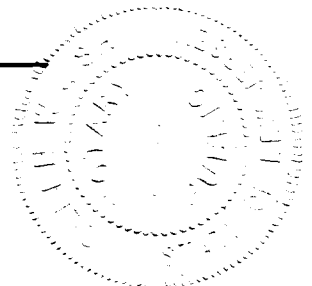
Name: Robert L. Dancy
Title: Senior Vice
President and Secretary

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

On this 28th day of October, 2003, ROBERT L. DANCY came before me and acknowledged under oath, to my satisfaction, that: (a) he signed, sealed and delivered the attached document as Senior Vice President and Secretary of PEARSON EDUCATION, INC.; (b) the proper corporate seal was affixed; and (c) this document was signed and made by PEARSON EDUCATION, INC. as its voluntary act and deed by virtue of authority from its Board of Directors.

Ellen Walsh
Notary Public

ELLEN WALSH
Notary Public, State of New Jersey
No. 2298335
Qualified in Bergen County
Commission Expires March 26, 2008



SCHEDULE A

<u>Mark</u>	<u>Jurisdiction</u>	<u>Reg. No./Ser. No.</u>
ALPHA BRAVO DELTA GUIDE	United States	76/466,489
COMPLETE IDIOT'S GUIDE	Canada	TMA549,158
COMPLETE IDIOT'S GUIDE	United States	2,431,283
THE COMPLETE IDIOT'S GUIDE TO & Design	United States	2,129,136
THE COMPLETE IDIOT'S TRAVEL GUIDE TO & Design	United States	2,240,844
THE POCKET IDIOT'S GUIDE	United States	76/454,643