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6-2-03

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

102464100

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

1. Name of conveying party(ies):

Thomson Learning, Inc.

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

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

2. Name and address of receiving party(ies)

Name: Thomson Learning Licensing Corp.

Internal Address:

Street Address: 650 Naamans Road

City: Claymont State: DE Zip: 19703

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State of Florida 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: 5/27/03

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,111,520

Additional number(s) attached Yes No

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

Name: Paula Upson

Internal Address:

The Thomson Corporation

Street Address: 1 Station Place

City: Stamford State: CT Zip: 06902

6. Total number of applications and registrations involved:

14

7. Total fee (37 CFR 3.41): \$ 365

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

20-0866

(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.

Paula K. Upson Name of Person Signing

Signature

5/27/03

Date

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

06/03/2003 ECOOPER 00000214 200866

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

01 FC:8521 40.00 CH 02 FC:8522 325.00 CH

# Schedule A

Trademark	Appl. Number	Reg. Number
1-800-RED-TEST		2111520
1-800-RED-TEST		2111520
2PREP		2434744
ARE YOU PREPARED?		2603332
CERTIFIED PROCTOR NETWORK	76441702	
PROMETRIC		2276211
PROMETRIC IP TESTING	76378544	
PROMETRIC PLUS	76153813	
PROMETRIC PRIME	76378846	
PROMETRIC WEBLAUNCH	76153438	
RAPIDASSESS		2415383
SYLVAN PROMETRIC		2159347
THE INTELLIGENT WAY TO TEST		2600417
XXL	76173010	

## **TRADEMARK ASSIGNMENT**

THIS AGREEMENT is effective as of January 1, 2003.

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 May 27, 2003

THOMSON LEARNING INC.

By: 

Name: Kenneth A. Carson

Title: Secretary