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Form PTO-1594 R  
(Rev. 03/01)  
OMB No. 0651-0027 (exp. 5/31/2002)  
Tab settings



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

102525240

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 Corporation  
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: August 4, 2003

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s)  
B. Trademark Registration No.(s)  
2,489,247  
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: 1  
7. Total fee (37 CFR 3.41) \$ 40  
 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  
Date: 8/4/03

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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TRADEMARK  
REEL: 002801 FRAME: 0244

## TRADEMARK ASSIGNMENT

THIS AGREEMENT is effective as of August 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

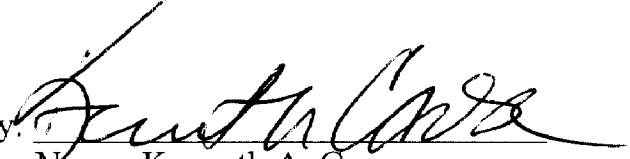
WHEREAS, Thomson Learning Licensing Corporation, a corporation organized and existing under the laws of the State of Florida, having an office at 650 Naamans Road, Claymont, Delaware 19703 (hereinafter referred to as "Assignee") is desirous of acquiring all right, title and interest in and to said trademarks;

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 August 4, 2003

THOMSON LEARNING INC.

By: 

Name: Kenneth A. Carson

Title: Secretary

**SCHEDULE A**

TEXERE

Reg. No. 2,489,247