

08-20-2003

Form PTO-1594

RECORDATION FORM

DEPARTMENT OF COMMERCE  
Patent and Trademark Office

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

TRADEMARK



102529812

Tab settings

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

1. Name of conveying party(ies): 8-15-03  
 Newbridge Educational Publishing, LLC

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

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

2. Name and address of receiving party(ies)

Name: Sundance Publishing, LLC  
 Internal Address: C/o Hights Cross Communications, Inc.

Street Address: 10 New King Street, Suite 110  
 City: White Plains State: NY Zip: 10604

Individual(s) citizenship  
 Association  
 General Partnership  
 Limited Partnership  
 Corporation-State  
 Other Limited liability company - Delaware

If assigned is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
 (Designation 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 Certificate of Merger

Execution Date: 08/12/2003

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

A. Trademark Application No.(s)  
 B. Trademark Registration No.(s)  
 See attached Trademark Schedule

Additional number(s) attached  Yes  No

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

Name: Miriam J. Rovner, Senior Legal Assistant  
 Internal Address: \_\_\_\_\_  
 Street Address: Goodwin Procter LLP  
Exchange Place  
 City: Boston State: MA Zip: 02109-2881

6. Total number of applications and registrations involved: ..... 7

7. Total fee (37 CFR 3.41) ..... \$190.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number: 07-1700  
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

Signature and signature. 40.00 SP  
150.00 SP

*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.*

Marina I. Cardoso                      Signature                      August 15, 2003  
 Name of Person signing                      Date

Total number of pages include cover sheet, attachments, and document: 5

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

TRADEMARK  
 REEL: 002804 FRAME: 0288

# TRADEMARK SCHEDULE

Newbridge Educational Publishing, LLC

<u>Trademark</u>	<u>Application/ Registration No.</u>	<u>Application/ Registration Date</u>
NEWBRIDGE DESCUBRIMIENTOS	2504156	November 6, 2001
NEWBRIDGE LITTLE BOOKS FOR LITTLE HANDS	2459684	June 12, 2001
NEWBRIDGE DISCOVERY LINKS	2354616	June 6, 2000
NEWBRIDGE DISCOVERY STATION	2402572	November 7, 2000
NEWBRIDGE	1735677	November 24, 1992
NEWBRIDGE	1757761	March 9, 1993
NEWBRIDGE	1799967	October 19, 1993

LIBC/1781802.1

# Delaware

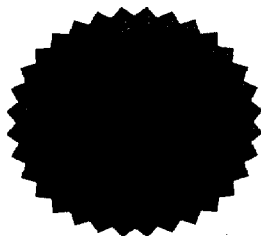
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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"NEWBRIDGE EDUCATIONAL PUBLISHING, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "SUNDANCE PUBLISHING, LLC" UNDER THE NAME OF "SUNDANCE/NEWBRIDGE EDUCATIONAL PUBLISHING, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWELFTH DAY OF AUGUST, A.D. 2003, AT 4:19 O'CLOCK P.M.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

2911080 8100M

AUTHENTICATION: 2580500

030526377

DATE: 08/12/2003

REEL: 002804 FRAME: 0290

**CERTIFICATE OF MERGER**  
**OF**  
**NEWBRIDGE EDUCATIONAL PUBLISHING, LLC**  
**INTO**  
**SUNDANCE PUBLISHING, LLC**

Pursuant to Section 18-209 of the Delaware Limited Liability Company Act (the "Act") as amended, the undersigned surviving limited liability company submits the following Certificate of Merger (the "Certificate of Merger") for filing and certifies that:

1. The name and jurisdiction of formation of each of the limited liability companies which is to merge (the "Merger") are:

<u>Name</u>	<u>Jurisdiction</u>
Newbridge Educational Publishing, LLC	Delaware
Sundance Publishing, LLC	Delaware

2. An Agreement and Plan of Merger (the "Merger Agreement") has been approved and executed by each of the foregoing domestic limited liability companies.
3. The name of the surviving limited liability company is Sundance Publishing, LLC which shall change its name to Sundance/Newbridge Educational Publishing, LLC.
4. The Merger shall become effective upon filing of the Certificate of Merger.
5. The Merger Agreement is on file at the place of business of the surviving limited liability company which is located at c/o Hights Cross Communications, Inc., 10 New King Street, Suite 110, White Plains, NY 10604.
6. A copy of the Merger Agreement will be furnished by the surviving limited liability company, on request and without cost, to any member of any domestic limited liability company or any person holding an interest in any other business entity which is a party to the Merger.

[Signature page follows]

