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Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027
Tab settings

DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

1. Name of conveying party(ies):

Reed Elsevier Inc

4.7.03

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Assignment Nunc Pro Tunc 12/31/02
- Merger
- Change of Name

Execution Date: _____

2. Name and address of receiving party(ies)

Name: Harcourt, Inc.

Internal

Address: _____

Street Address: 6277 Sea Harbor Drive

City: Orlando State: FL Zip: 328

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State Delaware

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

OFFICE OF PUBLIC RECORDS
2003 APR -7 AM 9:54
FINANCE SECTION

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

A. Trademark Application No.(s) _____

242822

B. Trademark Registration No.(s) see schedule A

Additional number(s) attached Yes No

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

Name: Renee Simonton

Internal Address: Reed Elsevier Intellectual

Property Management Services Inc.

Street Address: 1105 North Market Street

Ninth Floor

City: Wilmington State: DE Zip: 19801

6. Total number of applications and registrations involved: _____

13

7. Total fee (37 CFR 3.41).....\$ 340.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

Harcourt Inc. 502043

18-0587

DO NOT USE THIS SPACE

9. Signature.

RENEE SIMONTON

Name of Person Signing

Renee Simonton
Signature

4/1/03

Date

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

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

05/01/2003 6TON11 00000012 180587 2428222

01 FC:8521
02 FC:8522

40.00 CH
300.00 CH

TRADEMARK
REEL: 002846 FRAME: 0460

SCHEDULE A

MARK	COUNTRY	REGISTRATION #
CHIQUILIBROS	US	2428222
ON DECK	US	2595786
REACH FOR READING	US	2314342
REACHING HIGHER	US	2379157
REACHING UP	US	2523933
RIGBY	US	2575274
RIGBY	US	2533714
RIGBY	US	2561211
RIGBY BEST TEACHERS PRESS	US	2685761
RIGBY CAMPUS.COM	US	2575415
SUPPORTING LITERACY	US	2407983
TUGS & HUGS	US	2643847
WONDER WRITERS	US	2487125

05-01-2003



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- Limited Partnership
- Corporation-State Delaware
- Other

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(Designations must be a separate document from assignment)
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2428222

B. Trademark Registration No.(s) see schedule A

Additional number(s) attached Yes No

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Property Management Services Inc.

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01 FC:8521 40.00 CH
02 FC:8522 300.00 CH

TRADEMARK
REEL: 002846 FRAME: 0462

SCHEDULE A

MARK	COUNTRY	REGISTRATION #
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RIGBY CAMPUS.COM	US	2575415
SUPPORTING LITERACY	US	2407983
TUGS & HUGS	US	2643847
WONDER WRITERS	US	2487125

NUNC PRO TUNC TRADEMARK ASSIGNMENT

WHEREAS, Reed Elsevier Inc., a Massachusetts corporation (hereinafter referred to as "Reed Elsevier"), having a place of business located at 275 Washington Street, Newton, Massachusetts 02458, has adopted, used or is using the trademarks as set forth in attached Schedule A and has filed and/or registered the marks in the United States Patent and Trademark Office (hereinafter referred to as the "Trademarks");

WHEREAS, Harcourt, Inc., a Delaware corporation (hereinafter referred to as "Harcourt"), having a place of business located at 6277 Sea Harbor Drive, Orlando, Florida 32887, desired to acquire all right, title and interest in and to the Trademarks, including any choses in action relating to said Trademarks, together with the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof set forth on the attached Schedule A; and

WHEREAS, it is desired that the assignment of the Trademarks listed on the attached Schedule A be made a matter of record in the United States Patent and Trademark Office.

NOW, THEREFORE, for good and valuable consideration, the full receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, Reed Elsevier as of December 31, 2002 hereby assigned, transferred and conveyed unto Harcourt all of its right, title and interest, whether statutory or common law, in and to the aforesaid Trademarks, including any choses in action relating to said Trademarks, claims for damages, profits and costs, both in equity and law, for any infringement or infringements of said Trademarks rights accruing on or before December 31, 2002, together with the goodwill of the business symbolized by the Trademarks, and including the applications and registrations thereof as set forth on attached Schedule A, and further, covenanted, agreed and undertook to execute, whenever requested by Harcourt, all applications,

SCHEDULE A

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