

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
TLC Properties Inc.	SoftKey Multimedia Inc.	01/28/1997	CORPORATION: MASSACHUSETTS
RECEIVING PARTY DATA			
Name:	Harry Fox		
Street Address:	300 Garden City Plaza		
City:	Garden City		
State/Country:	NEW YORK		
Postal Code:	11530		
Entity Type:	INDIVIDUAL: UNITED STATES		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2124153	PATHWAYS THROUGH JERUSALEM	
CORRESPONDENCE DATA			
Fax Number:	(312)565-8300		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(312) 565-8377		
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Correspondent Name:	Elisha M. Prero		
Address Line 1:	One Prudential Plaza, 130 E. Randolph St		
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Address Line 4:	Chicago, ILLINOIS 60601		
NAME OF SUBMITTER:	J.J. Saul		
Total Attachments: 2			
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OP \$40.00 2124153

ASSIGNMENT OF TRADEMARKS

WHEREAS TLC PROPERTIES INC., formerly known as SoftKey Multimedia Inc. ("Assignor"), a Massachusetts corporation which is a wholly owned subsidiary of The Learning Company, Inc., has adopted, used and is using the trademark shown in Schedule A hereto in its business;

AND WHEREAS HARRY FOX ("Assignee"), is desirous of acquiring the trademark shown in Schedule A hereto used in such business (the "Trademark"), the registrations and applications for registration of the Trademarks shown in Schedule A and any other registrations and applications for registration of the Trademark, and the goodwill of the business symbolized by the Trademarks.

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, Assignor hereby assigns to Assignee all right, title and interest in and to the Trademark, together with the registrations or pending applications of the Trademark shown in Schedule A, and the goodwill of the business symbolized by the Trademark.

Dated as of: 1/28/97

TLC PROPERTIES INC.

By: 

Name: Neal Wong

Title: Vice President

SCHEDULE A

<u>Trademark</u>	<u>Serial No.</u>	<u>Reg. Date</u>
PATHWAYS THROUGH JERUSALEM	74/707,156	12/10/94

Notes: This application is pending. See previously delivered Office Action. There is a pending name change recordal with the U.S. Patent and Trademark Office to reflect the name change of SoftKey Multimedia Inc. to TLC Properties Inc.