

07-22-2004

Form PTO-1594 (Rev. 06/04)
OMB Collection 0651-0027 (exp. 6/30/2005)U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

<div style="display: flex; justify-content: space-between;"> 1/20/04 RECEIVED 102797207 </div>	
To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.	
1. Name of conveying party(ies)/Execution Date(s): Houghton Mifflin Company <div style="display: flex; justify-content: space-between;"> <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association </div> <div style="display: flex; justify-content: space-between;"> <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership </div> <input checked="" type="checkbox"/> Corporation-State - Delaware <input type="checkbox"/> Other _____ Citizenship (see guidelines) _____ Execution Date(s) <u>July 7, 2004</u> Additional names of conveying parties attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and address of receiving party(ies) Additional names, addresses, or citizenship attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Name: <u>The Riverside Publishing Company</u> Internal Address: _____ Address: _____ Street Address: <u>425 Spring Lake Drive</u> City: <u>Itasca</u> State: <u>Illinois</u> Country: _____ Zip: <u>60143</u> <div style="display: flex; justify-content: space-between;"> <input type="checkbox"/> Association <input type="checkbox"/> Citizenship </div> <div style="display: flex; justify-content: space-between;"> <input type="checkbox"/> General Partnership <input type="checkbox"/> Citizenship </div> <div style="display: flex; justify-content: space-between;"> <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Citizenship </div> <input checked="" type="checkbox"/> Corporation Citizenship <u>Delaware</u> <input type="checkbox"/> Other _____ Citizenship _____ If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment)
3. Nature of conveyance: <div style="display: flex; justify-content: space-between;"> <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger </div> <div style="display: flex; justify-content: space-between;"> <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name </div> <input type="checkbox"/> Other _____	
4. Application number(s) or registration number(s) and identification or description of the Trademark. A. Trademark Application No.(s) _____ B. Trademark Registration No.(s) <u>2178644</u> , <u>2176953</u> , <u>1458087</u> , <u>2048204</u> , <u>2173180</u> , <u>1481475</u> and <u>2173174</u> Additional sheet(s) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown): _____	
5. Name & address of party to whom correspondence concerning document should be mailed: Name: <u>Roberts E. Inveiss</u> Internal Address: <u>Henderson Daily Withrow & DeVoe</u> Street Address: <u>One Indiana Square, Ste 2600</u> City: <u>Indianapolis</u> State: <u>Indiana</u> Zip: <u>46204</u> Phone Number: <u>(317) 639-4121</u> Fax Number: <u>(317) 639-0191</u> Email Address: <u>inveiss@hdlegal.com</u>	6. Total number of applications and registrations involved: 7 7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ <u>190.00</u> <div style="display: flex; justify-content: space-between;"> <input type="checkbox"/> Authorized to be charged by credit card <input type="checkbox"/> Authorized to be charged to deposit account </div> <input checked="" type="checkbox"/> Enclosed
8. Payment Information: a. Credit Card Last 4 Numbers _____ Expiration Date _____ b. Deposit Account Number _____ Authorized User Name _____	
9. Signature: <u>Roberts E. Inveiss</u> 7-16-04 <div style="display: flex; justify-content: space-between;"> Signature Date </div> <div style="display: flex; justify-content: space-between; margin-top: 10px;"> Roberts E. Inveiss Total number of pages including cover sheet, attachments, and document: 4 </div>	

07/21/2004 L10000053 2170644

Name of Person Signing

 Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
 Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450
01 FC:6521
02 FC:6522

150.00

TRADEMARK
REEL: 003010 FRAME: 0808

TRADEMARK ASSIGNMENT

WHEREAS, HOUGHTON MIFFLIN COMPANY, a Delaware corporation, with an address of 222 Berkeley Street, Boston, Massachusetts 02116 ("Assignor"), has adopted, used and is using, and is the owner of, the following trademarks which are registered in the U.S. Patent and Trademark Office (collectively, the "Marks"):

<i>Trademark</i>	<i>Registration Number</i>	<i>Registration Date</i>
CAREER ADVENTURES	2,178,644	08-04-98
CAREER CARAVAN	2,176,953	07-28-98
CAREER FINDER	1,458,087	09-27-87
CAREER-O-RAMA	2,048,204	03-25-97
COLLEGE NEXT!	2,173,180	07-14-98
PEOPLE AT WORK	2,173,174	07-14-98
MISCELLANEOUS DESIGN (Detective Head Logo)	1,481,475	03-22-88

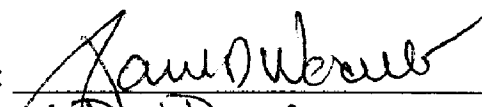
WHEREAS, THE RIVERSIDE PUBLISHING COMPANY ("Assignee"), a Delaware corporation with an address of 425 Spring Lake Drive, Itasca, Illinois 60143, is desirous of acquiring the Marks and the registrations thereof, together with the goodwill symbolized thereby;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign, sell, transfer and convey unto Assignee all right, title and interest in and to the Marks, together with the goodwill symbolized thereby, and the above-identified registrations thereof; and Assignor does hereby further assign, sell, transfer and convey unto Assignee any and all claims of Assignor for past infringements and any and all causes of action of Assignor with respect to or arising out of the Marks.

IN WITNESS WHEREOF, the undersigned duly authorized officer of Assignor has duly executed this Trademark Assignment on Assignor's behalf, to be effective as of the 31st day of July, 2003.

HOUGHTON MIFFLIN COMPANY

Execution Date: July 7, 2004

By: 
Printed: David D. Weaver
Title: SVP General Counsel

STATE OF Massachusetts)

COUNTY OF Suffolk) SS:

Before me, a Notary Public in and for said County and State, personally appeared Paul D. Weaver, the SVP, General Counsel of Houghton Mifflin Company, who acknowledged the execution of the foregoing Trademark Assignment for and on behalf of said company, and who, having been duly sworn, stated that any representations therein contained are true.

Witness my hand and Notarial Seal this 17th day of July, 2004.

My commission expires:

Kathleen A. Rideout
Notary Public

Printed: Kathleen A. Rideout

Resident of Plymouth County, Mass

