

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
The Doris Dillon Center		01/03/2005	not for profit corporation: DISTRICT OF COLUMBIA
RECEIVING PARTY DATA			
Name:	The McGraw-Hill Companies, Inc.		
Street Address:	1221 Avenue of the Americas		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10020		
Entity Type:	CORPORATION: NEW YORK		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2730425	TEACHERWORKS	
CORRESPONDENCE DATA			
Fax Number:	(212)527-7701		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212.527.7700		
Email:	tmdocket@darbylaw.com		
Correspondent Name:	Laura J. Winston and Andrew Baum		
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ATTORNEY DOCKET NUMBER:	05700/8200718/3200719US1		
NAME OF SUBMITTER:	Laura J. Winston		
Signature:	/laura j winston/		

OP \$40.00 2730425

Date:

11/30/2005

Total Attachments: 1
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EXHIBIT 1

TRADEMARK ASSIGNMENT

WHEREAS, **The Doris Dillon Center**, a not for profit corporation organized and existing under and by virtue of the laws of Washington, D.C. and having a place of business at 307 Fifth Avenue, New York, New York 10016, hereinbelow called "Assignor", owns and has used in its business the following trademark and trademark registration:

<u>TRADEMARK</u>	<u>REG. NO.</u>	<u>REGISTRATION DATE</u>
TEACHERWORKS	2,730,425	June 24, 2003

; and

WHEREAS, **The McGraw-Hill Companies, Inc.**, a corporation organized and existing under and by virtue of the laws of New York, and having a place of business at 1221 Avenue of the Americas, New York, New York 10020, herein below called "Assignee", is desirous of acquiring the entire right, title and interest in and to the said trademark and trademark registration and any renewals and extensions that may be granted thereon, together with the goodwill of the business connected therewith;

THEREFORE, BE IT KNOWN that for and in consideration of the sum of Ten Dollars (\$10.00) to it in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, said Assignor has sold, assigned, transferred and by these presents does hereby sell, assign, and transfer unto the said Assignee, its successors or assigns, the entire right, title and interest in and to the said trademark and trademark registration, any renewals and extensions that may be granted thereon, together with the goodwill of the business connected therewith and any right to recover for past infringement thereof.

Dated: January 3, 2005

THE DORIS DILLON CENTER

By: Janet Wikler

Print Name: Janet Wikler

Print Title: Acting President