

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
Health Education Systems LLP		01/06/2006	Limited Liability Partnership: DELAWARE
RECEIVING PARTY DATA			
Name:	Elsevier Inc.		
Street Address:	360 Park Avenue South		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10010		
Entity Type:	CORPORATION: NEW YORK		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	76651527	HESI	
Serial Number:	76651526	HESI H · E · S ·	
Serial Number:	76651525	HESI COMPLETE CURRICULAR (C2) TESTING	
CORRESPONDENCE DATA			
Fax Number:	(302)884-8300		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	trademarks@reilaw.com		
Correspondent Name:	Reed Elsevier Intellectual Property		
Address Line 1:	1105 North Market Street, Suite 501		
Address Line 2:	FIFTH FLOOR		
Address Line 4:	Wilmington, DELAWARE 19801		
NAME OF SUBMITTER:	RENEE SIMONTON		
Signature:	/renee simonton/		

CH \$90.00 76651527

Date:

02/08/2006

Total Attachments: 2

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ASSIGNMENT OF TRADEMARK/SERVICE MARK REGISTRATIONS

WHEREAS Health Education Systems, LLP, a limited liability partnership organized under the laws of the State of Delaware and successor by conversion to Health Education Systems, Inc., a corporation organized under the laws of the State of Texas, having offices at 2656 South Loop West, Suite 690, Houston, Texas 77054, has adopted, used and is using marks that are either registered or have a registration application pending in the United States Patent and Trademark Office and that are listed on Exhibit A attached hereto.

WHEREAS Elsevier Inc., a corporation organized under the laws of the State of New York, having offices at 1600 John F. Kennedy Boulevard, Suite 1800, Philadelphia, PA 19103-2899, is desirous of acquiring said marks and the applications and/or registrations thereof,

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Health Education Systems, LLP does hereby assign unto the said Elsevier Inc. all right, title and interest in and to the said marks, together with the goodwill of the business symbolized by the marks, and the applications and/or registrations thereof.

This assignment shall be binding upon and inure to the benefit of the parties and their successors and assigns.

Health Education Systems, LLP

Dated: January 6, 2006

By: *Susan Morrison*
Susan Morrison, Managing Partner

STATE OF TEXAS

County of *Harris*

On this 6th day of January, 2006, before me appeared Susan Morrison, the person who signed this instrument, who acknowledged that she signed it as a free act on behalf of the identified limited liability partnership or other juristic entity with authority to do so.



Diana N. Palomo
Notary Public
Print Name: *Diana N. Palomo*
My Commission Expires: *5-6-07*

EXHIBIT A

1. **HESI^{NET}**
Ser. No.: 78/158,137 Filed: Aug. 27, 2002
Reg. No.: 2,734,896 Registered: July 8, 2003
2. **HESI EXIT EXAM (E²)**
Ser. No.: 76/651,905 Filed: Dec. 8, 2005
3. **HESIWARE**
Ser. No.: 76/651,573 Filed: Dec. 7, 2005
4. **HESI CUSTOM EXAMS**
Ser. No.: 76/651,571 Filed: Dec. 7, 2005
5. **HESI MID CURRICULAR EXAM**
Ser. No.: 76/651,594 Filed: Dec. 5, 2005
6. **HESITEST**
Ser. No.: 76/651,572 Filed: Dec. 7, 2005
7. **HESI**
Ser. No.: 76/651,527 Filed: Dec. 7, 2005
8. **HESI H·E·S· and Design**
Ser. No.: 76/651,526 Filed: Dec. 7, 2005
9. **HESI COMPLETE CURRICULAR (C²) TESTING**
Ser. No.: 76/651,525 Filed: Dec. 7, 2005
10. **HESI TEST TAKING TUTORIAL (T³)**
Ser. No.: 76/651,401 Filed: Dec. 5, 2005
11. **HESI SPECIALTY EXAMS**
Ser. No.: 76/651,322 Filed: Dec. 5, 2005
12. **HESI ADMISSION ASSESSMENT (A²) EXAMS**
Ser. No.: 76/651,321 Filed: Dec. 5, 2005
13. **HESISERVER**
Ser. No.: 76/651,320 Filed: Dec. 5, 2005
14. **HESI FACULTY FACILITATED (F²) NCLEX REVIEW**
Ser. No.: 76/651,318 Filed: Dec. 5, 2005

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RECORDED: 02/08/2006

REEL: 003243 FRAME: 0420