

03-14-2006



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Form PTO-1594 (Rev. 07/05)  
OMB Collection 0651-0027 (exp. 6/30/2008)

U.S. DEPARTMENT OF COMMERCE  
United States Patent and Trademark Office

MWD  
12-8-05

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

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):  
Bright Horizons Children's Centers, Inc.

Individual(s)       Association  
 General Partnership       Limited Partnership  
 Corporation - State: Delaware  
 Other \_\_\_\_\_

Citizenship (see guidelines) \_\_\_\_\_

Additional names of conveying parties attached?  Yes  No

2. Name and address of receiving party(ies)  
Additional names, addresses, or citizenship attached?  Yes  No

Name: Bright Horizons Limited Partnership

Internal Address: \_\_\_\_\_

Street Address: 200 Talcott Avenue South  
City: Watertown  
State: MA  
Country: USA      Zip: 02472

Association      Citizenship \_\_\_\_\_  
 General Partnership      Citizenship \_\_\_\_\_  
 Limited Partnership      Citizenship MA  
 Corporation      Citizenship \_\_\_\_\_  
 Other \_\_\_\_\_      Citizenship \_\_\_\_\_

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)

3. Nature of conveyance / Execution Date(s):  
Execution Date(s) 12/8/05

Assignment       Merger  
 Security Agreement       Change of Name  
 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): 149542; 2283209; 230821

Additional sheet(s) attached?  Yes  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: Antoinette Fernandez

Internal Address: Senior Counsel  
Bright Horizons Family Solutions

Street Address: 200 Talcott Avenue, South

City: Watertown  
State: MA      Zip: 02472

Phone Number: 617-673-8102  
Fax Number: 617-673-8629  
Email Address: afernandez@brighthorizons.com

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 2.8(b)(8) & 3.41) \$ 90

Authorized to be charged by credit card  
 Authorized to be charged to deposit account  
 Enclosed

8. Payment Information: Check Enclosed

a. Credit Card      Last 4 Numbers \_\_\_\_\_  
Expiration Date \_\_\_\_\_

b. Deposit Account Number \_\_\_\_\_  
Authorized User Name \_\_\_\_\_

9. Signature: Antoinette S. Fernandez      11/30/05  
Signature      Date

Antoinette S. Fernandez, Senior Counsel  
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 2

Documents to be recorded (including cover sheet) should be faxed to (671) 273-0148, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1480, Alexandria, VA 22313-1480

03/14/2006 DBYRNE 00000263 1495542

01 FC:8521 40.00 OP  
02 FC:8522 50.00 OP

**ACTION TAKEN ON WRITTEN CONSENT  
OF THE BOARD OF DIRECTORS OF  
BRIGHT HORIZONS CHILDREN'S CENTERS, INC.**


The undersigned, constituting all of the members of the Board of Directors of Bright Horizons Children's Centers, Inc., a Delaware corporation (the "Company"), in lieu of a meeting, hereby vote for and adopt the resolutions set forth below and consent to take the actions set forth therein by written consent pursuant to Delaware law and the Bylaws of the Company, which actions shall have the same force and effect as if duly adopted at a meeting, and direct the Secretary of the Company to file this Action Taken on Written Consent in the minute book of the Company.

WHEREAS, the Board of Directors deems it necessary to transfer ownership of certain registered trademarks from the Company to Bright Horizons, L.P.;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors hereby assigns ownership of the Company's registered trademarks whose registration numbers are 1495542, 2283209, and 2308821 to Bright Horizons, L.P..

IN WITNESS WHEREOF, the undersigned have executed this action taken on written consent as of December 8, 2005 for the purpose of evidencing (i) his or her consent to the taking of the foregoing actions without a meeting, and (ii) his or her affirmation of the taking of the foregoing actions.

Date: December 8, 2005

  
\_\_\_\_\_  
David Lisby

Date: December 8, 2005

  
\_\_\_\_\_  
Mary Ann Tocio

Date: December 8, 2005

  
\_\_\_\_\_  
Stephen Dreier