

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

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):

Heller Financial, Inc.

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

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

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

Execution Date(s) 08/31/2005

- Assignment Merger
- Security Agreement Change of Name
- Other Trademark Release and Reassignment

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Delta Education, LLC

Internal _____

Address: _____

Street Address: 80 Northwest Boulevard

City: Nashua

State: NH

Country: US Zip: 03063

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship _____

Other Limited liability co Citizenship Delaware

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)

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) _____

SEE ATTACHED SCHEDULE A

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: Nicholas A. Kees

Internal Address: Godfrey & Kahn, S.C.

Street Address: 780 N. Water Street

City: Milwaukee

State: WI Zip: 53202

Phone Number: 414-273-3500

Fax Number: 414-273-5198

Email Address: docketing@gklaw.com

6. Total number of applications and registrations involved:

48

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 1215.00

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


8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 07-1509

Authorized User Name Godfrey & Kahn, S.C.

9. Signature:


Signature

3/10/06
Date

Nicholas A. Kees

Name of Person Signing

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

19

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CH \$1215.00 071509 2844301

SCHEDULE A

MARK	REG. NO.	REG. DATE
DELTA SCIENCE MODULE	2844301	05/25/2004
DECIMAL DOG	2837853	05/04/2004
NEO/BLOOD	2552466	03/26/2002
NEO SCI	2558524	04/09/2002
DIAL-A-SHAPE	2599179	07/23/2002
DIAL-A-VARIABLE	2599178	07/23/2002
DIAL-A-TRAIL	2509888	11/20/2001
DIAL-A-VOLUME	2509887	11/20/2001
DIAL-A-PATTERN	2509886	11/20/2001
LESSONLOGIC	2630333	10/08/2002
MATH TUNE-UPS	2605461	08/06/2002
FUNCTION SHAKE	2472426	07/24/2001
PROFESSOR PETE'S	2524154	01/01/2002
SHH...SHAPES	2495010	10/02/2001
DIAL-A-DIGIT	2458617	06/05/2001
FRACTIONOES	2462811	06/19/2001
DIAL-A-TIME	2456424	05/29/2001
DIAL-A-FRACTION	2462810	06/19/2001
DIAL-A-DOLLAR	2458616	06/05/2001
HANDS-ON MATH	2421122	01/16/2001
CLAIMS TO FAME	2434267	03/06/2001
SCIENCE IN A NUTSHELL	2370886	07/25/2000
MATH IN A NUTSHELL	2458341	06/05/2001
SCIENCE VIEW	2502701	10/30/2001
DECIMAL DOG	2368405	07/18/2000
BASE TEN FRIES	2343563	04/18/2000
A CLEAR VIEW	2463291	06/26/2001
FRACTION BURGER	2362067	06/27/2000
DELTA EDUCATION and Design	2374672	08/08/2000
DELTA EDUCATION and Design	2343043	04/18/2000
NEO-RESOURCE	2451571	05/15/2001
NEO/LAB	2460125	06/12/2001
NEO-SLIDE	2451570	05/15/2001
EPS and Design	2281714	09/28/1999
EPS and Design	2292743	11/16/1999
EPS	2292730	11/16/1999
EPS	2287995	10/19/1999
EPS	2279489	09/21/1999
EXPLODE THE CODE	2276181	09/07/1999
PRIMARY PHONICS	2325691	03/07/2000

TRADEMARK

REEL: 003270 FRAME: 0518

MARK	REG. NO.	REG. DATE
WORLDLY WISE	2278178	09/14/1999
EPS	2167116	06/23/1998
EDUCATORS PUBLISHING SERVICE	2129828	01/20/1998
TEACHER'S CHOICE	1978333	06/04/1996
TOUCHPHONICS	2465862	07/03/2001
FAST FOOD FOR THOUGHT	1877608	02/07/1995
BECAUSE CHILDREN LEARN BY DOING	1907146	07/25/1995
DELTA EDUCATION SCIS 3 and Design	1783147	07/20/1993

MW1109422_1.DOC

TRADEMARK RELEASE AND REASSIGNMENT

THIS TRADEMARK RELEASE AND REASSIGNMENT is made as of August 27, 2005, by HELLER FINANCIAL, INC., as agent ("Agent").

WITNESSETH:

WHEREAS, Agent and DELTA EDUCATION, LLC a Delaware limited liability company ("DELTA"), are parties to various Trademark Security Agreements, including, without limitation, those described on Exhibit A hereto (individually and collectively, the "Security Agreement"; capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed thereto in the Security Agreement), pursuant to which DELTA granted a security interest to Agent in, among other things, the Trademarks as security for certain obligations owing by DELTA to the financial institutions (collectively, the "Lenders") from time to time party to that certain Credit Agreement dated as of August 8, 2001 by and among DELTA, Agent and the Lenders, as amended, restated, supplemented or otherwise modified and in effect from time to time, including the Trademarks set forth on Exhibit B hereto; and

WHEREAS, the Security Agreement was recorded by the Assignment Division of the United States Patent and Trademark Office on the dates and at the Reel and Frame numbers set forth next to the Security Agreement on Exhibit A; and

WHEREAS, DELTA has requested that Agent release its security interest in the Trademarks and reassign the same to DELTA;

NOW THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

1. Agent hereby terminates and releases all of its liens and security interests in and to all of DELTA's right, title and interest in and to all of the following (the "Trademark Collateral"):

(a) all of its Trademarks and Trademark Licenses to which it is a party, including those referred to on Exhibit B hereto;

(b) all reissues, continuations or extensions of the foregoing;

(c) all goodwill of the business connected with the use of, and symbolized by, each Trademark and each Trademark License; and

(d) all proceeds of the foregoing, including any claim by the DELTA against third parties for past, present, future (i) infringement or dilution of any Trademark or Trademark licensed under any Trademark License or (ii) injury to the goodwill associated with any Trademark or any Trademark licensed under any Trademark License.

As used herein, the following terms shall have the following meanings:

“Trademark” means (a) all of Delta’s trademarks, trade names, corporate names, company names, business names, fictitious business names, trade styles, service marks, logos and other source or business identifiers, and all goodwill associated therewith, now existing or hereafter adopted or acquired, all registrations and recordings thereof, and all applications in connection therewith, whether in the United States Patent and Trademark Office or in any similar office or agency of the United States, any State thereof or any other country or any political subdivision thereof, or otherwise, and all common-law rights related thereto, and (b) the right to obtain all renewals thereof.

“Trademark License” means any agreement, whether written or oral, providing for the grant by or to DELTA of any right to use any Trademark.

2. Agent hereby reassigns, grants and conveys to DELTA, without any representation, recourse or undertaking by Agent, all of Agent's right, title and interest in and to the Trademark Collateral, and the goodwill of DELTA’s business connected with the use of and symbolized by the Trademark Collateral.

*- Remainder of Page Intentionally Left Blank -
[Signature Page Follows]*

AUG.30.2005 5:15PM SIG ALPHARETTA

NO.410- P.10

IN WITNESS WHEREOF, Agent has caused this Release and Reassignment to be duly executed by its duly authorized officer as of the day and year first above written.

HELLER FINANCIAL, INC., as Agent

By: *Kathleen Chomiene*
Name: KATHLEEN CHOMIENNE
Title: ITS DULY AUTHORIZED SIGNATOR

EXHIBIT A to Trademark Release and Reassignment

1. Trademark Security Agreement dated August 8, 2001 recorded August 14, 2001 at Reel 2351, Frame 0161
2. Trademark Security Agreement dated August 8, 2001 recorded August 10, 2001 at Reel 2351, Frame 0902
3. Trademark Security Agreement dated August 8, 2001 recorded August 10, 2001 at Reel 2351, Frame 0635
4. Trademark Security Agreement dated October 18, 2002 recorded October 25, 2002 at Reel 2604, Frame 0616
5. Trademark Security Agreement dated July 1, 2002 recorded July 9, 2002 at Reel 2539, Frame 0956
6. Trademark Security Agreement dated June 10, 2004 recorded July 14, 2004 at Reel 2892, Frame 0902
7. Trademark Security Agreement dated July 3, 2003 recorded July 25, 2003 at Reel 2786, Frame 0686

EXHIBIT B to Trademark Release and Reassignment

EXHIBIT B to Trademark Release and ReassignmentReel/Frame: 2351/0161

Recorded: 08/14/2001

1	Serial #: <u>73009658</u> Filing Dt: 12/26/1973 Mark: CUBE-O-GRAM	Reg #: <u>0999063</u>	Reg. Dt: 11/26/1974
2	Serial #: <u>74084892</u> Filing Dt: 08/06/1990 Mark: SCIS 3	Reg #: NONE	Reg. Dt:
3	Serial #: <u>74257225</u> Filing Dt: 03/13/1992 Mark: DELTA EDUCATION SCIS 3	Reg #: <u>1783147</u>	Reg. Dt: 07/20/1993
4	Serial #: <u>74479643</u> Filing Dt: 01/18/1994 Mark: BECAUSE CHILDREN LEARN BY DOING	Reg #: <u>1907146</u>	Reg. Dt: 07/25/1995
5	Serial #: <u>74489056</u> Filing Dt: 02/14/1994 Mark: FAST FOOD FOR THOUGHT	Reg #: <u>1877608</u>	Reg. Dt: 02/07/1995
6	Serial #: <u>74691919</u> Filing Dt: 06/21/1995 Mark: TEACHER'S CHOICE	Reg #: <u>1978333</u>	Reg. Dt: 06/04/1996
7	Serial #: <u>74694819</u> Filing Dt: 06/28/1995 Mark: ADVENTURES IN LEARNING	Reg #: <u>1989854</u>	Reg. Dt: 07/30/1996
8	Serial #: <u>74911255</u> Filing Dt: Mark:	Reg #: NONE	Reg. Dt:
9	Serial #: <u>75646894</u> Filing Dt: 02/11/1999 Mark: DELTA EDUCATION	Reg #: <u>2343043</u>	Reg. Dt: 04/18/2000
10	Serial #: <u>75646899</u> Filing Dt: 02/11/1999 Mark: DELTA EDUCATION & DESIGN	Reg #: <u>2374672</u>	Reg. Dt: 08/08/2000
11	Serial #: <u>75673731</u> Filing Dt: 04/01/1999 Mark: MILLENNIUM MATH	Reg #: NONE	Reg. Dt:
12	Serial #: <u>75735915</u> Filing Dt: 06/24/1999 Mark: FRACTION BURGER	Reg #: <u>2362067</u>	Reg. Dt: 06/27/2000
13	Serial #: <u>75736752</u> Filing Dt: 00/00/0000 Mark:	Reg #: NONE	Reg. Dt:
14	Serial #: <u>75736753</u> Filing Dt: 06/25/1999 Mark: A CLEAR VIEW	Reg #: <u>2463291</u>	Reg. Dt: 06/26/2001
15	Serial #: <u>75736754</u> Filing Dt: 06/25/1999 Mark: BASE TEN FRIES	Reg #: <u>2343563</u>	Reg. Dt: 04/18/2000

Trademark Release and Reassignment - DELTA

TRADEMARK
REEL: 003270 FRAME: 0525

EXHIBIT B to Trademark Release and Reassignment (cont.)

16	Serial #: <u>75736755</u> Mark: DECIMAL DOG	Filing Dt: 06/25/1999	Reg #: <u>2368405</u>	Reg. Dt: 07/18/2000
17	Serial #: <u>75736756</u> Mark: WITNESS THE WONDER OF SCIENCE	Filing Dt: 06/25/1999	Reg #: NONE	Reg. Dt:
18	Serial #: <u>75744687</u> Mark: SCIENCE VIEW	Filing Dt: 07/07/1999	Reg #: <u>2502701</u>	Reg. Dt: 10/30/2001
19	Serial #: <u>75746432</u> Mark: MATH IN A NUTSHELL	Filing Dt: 07/09/1999	Reg #: <u>2458341</u>	Reg. Dt: 06/05/2001
20	Serial #: <u>75751462</u> Mark: SCIENCE IN A NUTSHELL	Filing Dt: 07/14/1999	Reg #: <u>2370886</u>	Reg. Dt: 07/25/2000
21	Serial #: <u>75845752</u> Mark: DR. DO-MORE	Filing Dt: 11/09/1999	Reg #: <u>2498982</u>	Reg. Dt: 10/16/2001
22	Serial #: <u>75861897</u> Mark: PROFESSOR PETE	Filing Dt: 12/01/1999	Reg #: NONE	Reg. Dt:
23	Serial #: <u>75866126</u> Mark: DIAL-A-DOLLAR	Filing Dt: 12/07/1999	Reg #: <u>2458616</u>	Reg. Dt: 06/05/2001
24	Serial #: <u>75866127</u> Mark: DIAL-A-FRACTION	Filing Dt: 12/07/1999	Reg #: <u>2462810</u>	Reg. Dt: 06/19/2001
25	Serial #: <u>75866128</u> Mark: DIAL-A-TIME	Filing Dt: 12/07/1999	Reg #: <u>2456424</u>	Reg. Dt: 05/29/2001
26	Serial #: <u>75866129</u> Mark: FRACTIONOES	Filing Dt: 12/07/1999	Reg #: <u>2462811</u>	Reg. Dt: 06/19/2001
27	Serial #: <u>75866130</u> Mark: DIAL-A-DIGIT	Filing Dt: 12/07/1999	Reg #: <u>2458617</u>	Reg. Dt: 06/05/2001
28	Serial #: <u>75873882</u> Mark: SHH...SHAPES	Filing Dt: 12/17/1999	Reg #: <u>2495010</u>	Reg. Dt: 10/02/2001
29	Serial #: <u>75889094</u> Mark: PROFESSOR PETE'S	Filing Dt: 01/06/2000	Reg #: <u>2524154</u>	Reg. Dt: 01/01/2002
30	Serial #: <u>75911252</u> Mark: FEARLESS SCIENCE	Filing Dt: 02/04/2000	Reg #: NONE	Reg. Dt:
31	Serial #: <u>75911253</u> Mark: FEARLESS CHEMISTRY	Filing Dt: 02/04/2000	Reg #: NONE	Reg. Dt:
32	Serial #: <u>75911254</u> Mark: FEARLESS PHYSICS	Filing Dt: 02/04/2000	Reg #: NONE	Reg. Dt:
33	Serial #: <u>75911256</u> Mark: CPO	Filing Dt: 02/04/2000	Reg #: NONE	Reg. Dt:
34	Serial #: <u>75942267</u> Mark: PERCENT PIE	Filing Dt: 03/13/2000	Reg #: NONE	Reg. Dt:
35	Serial #: <u>75943608</u>	Filing Dt: 03/14/2000	Reg #: <u>2472426</u>	Reg. Dt: 07/24/2001

EXHIBIT B to Trademark Release and Reassignment (cont.)

Mark: FUNCTION SHAKE

36	Serial #: <u>76007111</u>	Filing Dt: 03/22/2000	Reg #: <u>2605461</u>	Reg. Dt: 08/06/2002
	Mark: MATH TUNE-UPS			
37	Serial #: <u>76184135</u>	Filing Dt: 12/20/2000	Reg #: <u>2509886</u>	Reg. Dt: 11/20/2001
	Mark: DIAL-A-PATTERN			
38	Serial #: <u>76184136</u>	Filing Dt: 12/20/2000	Reg #: <u>2509887</u>	Reg. Dt: 11/20/2001
	Mark: DIAL-A-VOLUME			
39	Serial #: <u>76184137</u>	Filing Dt: 12/20/2000	Reg #: <u>2509888</u>	Reg. Dt: 11/20/2001
	Mark: DIAL-A-TRIAL			
40	Serial #: <u>76184138</u>	Filing Dt: 12/20/2000	Reg #: <u>2599178</u>	Reg. Dt: 07/23/2002
	Mark: DIAL-A-VARIABLE			
41	Serial #: <u>76184139</u>	Filing Dt: 12/20/2000	Reg #: <u>2599179</u>	Reg. Dt: 07/23/2002
	Mark: DIAL-A-SHAPE			
42	Serial #: <u>76200475</u>	Filing Dt: 01/26/2001	Reg #: NONE	Reg. Dt:
	Mark: ROW RACES			

Trademark Release and Reassignment:

TRADEMARK
REEL: 003270 FRAME: 0527

EXHIBIT B to Trademark Release and Reassignment (cont.)Reel/Frame: 2351/0902

Recorded: 08/10/2001

1	Serial #: <u>73009658</u> Filing Dt: 12/26/1973 Mark: CUBE-O-GRAM	Reg #: <u>0999063</u>	Reg. Dt: 11/26/1974
2	Serial #: <u>73140600</u> Filing Dt: 09/09/1977 Mark:	Reg #: <u>1091652</u>	Reg. Dt: 05/23/1978
3	Serial #: <u>74084892</u> Filing Dt: 08/06/1990 Mark: SCIS 3	Reg #: NONE	Reg. Dt:
4	Serial #: <u>74257225</u> Filing Dt: 03/13/1992 Mark: DELTA EDUCATION SCIS 3	Reg #: <u>1783147</u>	Reg. Dt: 07/20/1993
5	Serial #: <u>74479643</u> Filing Dt: 01/18/1994 Mark: BECAUSE CHILDREN LEARN BY DOING	Reg #: <u>1907146</u>	Reg. Dt: 07/25/1995
6	Serial #: <u>74489056</u> Filing Dt: 02/14/1994 Mark: FAST FOOD FOR THOUGHT	Reg #: <u>1877608</u>	Reg. Dt: 02/07/1995
7	Serial #: <u>74691919</u> Filing Dt: 06/21/1995 Mark: TEACHER'S CHOICE	Reg #: <u>1978333</u>	Reg. Dt: 06/04/1996
8	Serial #: <u>74694819</u> Filing Dt: 06/28/1995 Mark: ADVENTURES IN LEARNING	Reg #: <u>1989854</u>	Reg. Dt: 07/30/1996
9	Serial #: <u>75646894</u> Filing Dt: 02/11/1999 Mark: DELTA EDUCATION	Reg #: <u>2343043</u>	Reg. Dt: 04/18/2000
10	Serial #: <u>75646899</u> Filing Dt: 02/11/1999 Mark: DELTA EDUCATION & DESIGN	Reg #: <u>2374672</u>	Reg. Dt: 08/08/2000
11	Serial #: <u>75673731</u> Filing Dt: 04/01/1999 Mark: MILLENNIUM MATH	Reg #: NONE	Reg. Dt:
12	Serial #: <u>75735915</u> Filing Dt: 06/24/1999 Mark: FRACTION BURGER	Reg #: <u>2362067</u>	Reg. Dt: 06/27/2000
13	Serial #: <u>75736752</u> Filing Dt: 00/00/0000 Mark:	Reg #: NONE	Reg. Dt:
14	Serial #: <u>75736753</u> Filing Dt: 06/25/1999 Mark: A CLEAR VIEW	Reg #: <u>2463291</u>	Reg. Dt: 06/26/2001
15	Serial #: <u>75736754</u> Filing Dt: 06/25/1999 Mark: BASE TEN FRIES	Reg #: <u>2343563</u>	Reg. Dt: 04/18/2000

Trademark Release and Reassignment

TRADEMARK
REEL: 003270 FRAME: 0528

EXHIBIT B to Trademark Release and Reassignment (cont.)

16	Serial #: <u>75736755</u> Mark: DECIMAL DOG	Filing Dt: 06/25/1999	Reg #: <u>2368405</u>	Reg. Dt: 07/18/2000
17	Serial #: <u>75736756</u> Mark: WITNESS THE WONDER OF SCIENCE	Filing Dt: 06/25/1999	Reg #: NONE	Reg. Dt:
18	Serial #: <u>75744687</u> Mark: SCIENCE VIEW	Filing Dt: 07/07/1999	Reg #: <u>2502701</u>	Reg. Dt: 10/30/2001
19	Serial #: <u>75746432</u> Mark: MATH IN A NUTSHELL	Filing Dt: 07/09/1999	Reg #: <u>2458341</u>	Reg. Dt: 06/05/2001
20	Serial #: <u>75751462</u> Mark: SCIENCE IN A NUTSHELL	Filing Dt: 07/14/1999	Reg #: <u>2370886</u>	Reg. Dt: 07/25/2000
21	Serial #: <u>75845752</u> Mark: DR. DO-MORE	Filing Dt: 11/09/1999	Reg #: <u>2498982</u>	Reg. Dt: 10/16/2001
22	Serial #: <u>75861897</u> Mark: PROFESSOR PETE	Filing Dt: 12/01/1999	Reg #: NONE	Reg. Dt:
23	Serial #: <u>75866126</u> Mark: DIAL-A-DOLLAR	Filing Dt: 12/07/1999	Reg #: <u>2458616</u>	Reg. Dt: 06/05/2001
24	Serial #: <u>75866127</u> Mark: DIAL-A-FRACTION	Filing Dt: 12/07/1999	Reg #: <u>2462810</u>	Reg. Dt: 06/19/2001
25	Serial #: <u>75866128</u> Mark: DIAL-A-TIME	Filing Dt: 12/07/1999	Reg #: <u>2456424</u>	Reg. Dt: 05/29/2001
26	Serial #: <u>75866129</u> Mark: FRACTIONOES	Filing Dt: 12/07/1999	Reg #: <u>2462811</u>	Reg. Dt: 06/19/2001
27	Serial #: <u>75866130</u> Mark: DIAL-A-DIGIT	Filing Dt: 12/07/1999	Reg #: <u>2458617</u>	Reg. Dt: 06/05/2001
28	Serial #: <u>75873882</u> Mark: SHH...SHAPES	Filing Dt: 12/17/1999	Reg #: <u>2495010</u>	Reg. Dt: 10/02/2001
29	Serial #: <u>75889094</u> Mark: PROFESSOR PETE'S	Filing Dt: 01/06/2000	Reg #: <u>2524154</u>	Reg. Dt: 01/01/2002
30	Serial #: <u>75942267</u> Mark: PERCENT PIE	Filing Dt: 03/13/2000	Reg #: NONE	Reg. Dt:
31	Serial #: <u>75943608</u> Mark: FUNCTION SHAKE	Filing Dt: 03/14/2000	Reg #: <u>2472426</u>	Reg. Dt: 07/24/2001
32	Serial #: <u>76007111</u> Mark: MATH TUNE-UPS	Filing Dt: 03/22/2000	Reg #: <u>2605461</u>	Reg. Dt: 08/06/2002
33	Serial #: <u>76184135</u> Mark: DIAL-A-PATTERN	Filing Dt: 12/20/2000	Reg #: <u>2509886</u>	Reg. Dt: 11/20/2001
34	Serial #: <u>76184136</u> Mark: DIAL-A-VOLUME	Filing Dt: 12/20/2000	Reg #: <u>2509887</u>	Reg. Dt: 11/20/2001
35	Serial #: <u>76184137</u>	Filing Dt: 12/20/2000	Reg #: <u>2509888</u>	Reg. Dt: 11/20/2001

EXHIBIT B to Trademark Release and Reassignment (cont.)

Mark: DIAL-A-TRIAL

36	Serial #:	76184138	Filing Dt:	12/20/2000	Reg #:	2599178	Reg. Dt:	07/23/2002
	Mark:	DIAL-A-VARIABLE						
37	Serial #:	76184139	Filing Dt:	12/20/2000	Reg #:	2599179	Reg. Dt:	07/23/2002
	Mark:	DIAL-A-SHAPE						
38	Serial #:	76200475	Filing Dt:	01/26/2001	Reg #:	NONE	Reg. Dt:	
	Mark:	ROW RACES						

Trademark Release and Reassignment:TRADEMARK
REEL: 003270 FRAME: 0530

EXHIBIT B to Trademark Release and Reassignment (cont.)Reel/Frame: 2351/0635

Recorded: 08/10/2001

1	Serial #: <u>74911255</u>	Filing Dt:	Reg #: NONE	Reg. Dt:
	Mark:			
2	Serial #: <u>75911252</u>	Filing Dt: 02/04/2000	Reg #: NONE	Reg. Dt:
	Mark: FEARLESS SCIENCE			
3	Serial #: <u>75911253</u>	Filing Dt: 02/04/2000	Reg #: NONE	Reg. Dt:
	Mark: FEARLESS CHEMISTRY			
4	Serial #: <u>75911254</u>	Filing Dt: 02/04/2000	Reg #: NONE	Reg. Dt:
	Mark: FEARLESS PHYSICS			
5	Serial #: <u>75911256</u>	Filing Dt: 02/04/2000	Reg #: NONE	Reg. Dt:
	Mark: CPO			

Trademark Release and Reassignment

**TRADEMARK
REEL: 003270 FRAME: 0531**

EXHIBIT B to Trademark Release and Reassignment (cont.)Reel/Frame: 2604/0616

Recorded: 10/25/2002

- | | | | | |
|---|---------------------------|-----------------------|-----------------------|---------------------|
| 1 | Serial #: <u>74385972</u> | Filing Dt: 05/04/1993 | Reg #: <u>1863200</u> | Reg. Dt: 11/15/1994 |
| | Mark: SOFT TOUCH FONICS | | | |
| 2 | Serial #: <u>74622442</u> | Filing Dt: 01/18/1995 | Reg #: <u>2465862</u> | Reg. Dt: 07/03/2001 |
| | Mark: TOUCHPHONICS | | | |

Trademark Release and Reassignment:

**TRADEMARK
REEL: 003270 FRAME: 0532**

EXHIBIT B to Trademark Release and Reassignment (cont.)Reel/Frame: 2539/0956

Recorded: 07/09/2002

Total properties: 12.

1	Serial #: <u>75086719</u> Filing Dt: 04/10/1996 Mark: EDUCATORS PUBLISHING SERVICE	Reg #: <u>2129828</u>	Reg. Dt: 01/20/1998
2	Serial #: <u>75225676</u> Filing Dt: 01/14/1997 Mark: EPS	Reg #: <u>2167116</u>	Reg. Dt: 06/23/1998
3	Serial #: <u>75562823</u> Filing Dt: 10/01/1998 Mark: WORDLY WISE	Reg #: <u>2278178</u>	Reg. Dt: 09/14/1999
4	Serial #: <u>75563225</u> Filing Dt: 10/01/1998 Mark: PRIMARY PHONICS	Reg #: <u>2325691</u>	Reg. Dt: 03/07/2000
5	Serial #: <u>75563622</u> Filing Dt: 10/01/1998 Mark: EXPLODE THE CODE	Reg #: <u>2276181</u>	Reg. Dt: 09/07/1999
6	Serial #: <u>75568986</u> Filing Dt: 10/13/1998 Mark: EPS	Reg #: <u>2279489</u>	Reg. Dt: 09/21/1999
7	Serial #: <u>75569733</u> Filing Dt: 10/13/1998 Mark: EPS	Reg #: <u>2287995</u>	Reg. Dt: 10/19/1999
8	Serial #: <u>75569840</u> Filing Dt: 10/13/1998 Mark: EPS	Reg #: <u>2292730</u>	Reg. Dt: 11/16/1999
9	Serial #: <u>75571494</u> Filing Dt: 10/16/1998 Mark: EPS	Reg #: <u>2292743</u>	Reg. Dt: 11/16/1999
10	Serial #: <u>75572554</u> Filing Dt: 10/16/1998 Mark: EPS	Reg #: <u>2281714</u>	Reg. Dt: 09/28/1999
11	Serial #: <u>75764449</u> Filing Dt: 07/30/1999 Mark: CLAIMS TO FAME	Reg #: <u>2434267</u>	Reg. Dt: 03/06/2001
12	Serial #: <u>76174809</u> Filing Dt: 12/01/2000 Mark: LESSONLOGIC	Reg #: <u>2630333</u>	Reg. Dt: 10/08/2002

Trademark Release and Reassignment:

TRADEMARK
REEL: 003270 FRAME: 0533

EXHIBIT B to Trademark Release and Reassignment (cont.)Reel/Frame: 2892/0902

Recorded: 07/14/2004

Total properties: 7

1	Serial #: <u>75599771</u>	Filing Dt: 12/04/1998	Reg #: <u>2451570</u>	Reg. Dt: 05/15/2001
	Mark: NEO/SLIDE			
2	Serial #: <u>75599772</u>	Filing Dt: 12/07/1998	Reg #: <u>2460125</u>	Reg. Dt: 06/12/2001
	Mark: NEO/LAB			
3	Serial #: <u>75599773</u>	Filing Dt: 12/07/1998	Reg #: <u>2451571</u>	Reg. Dt: 05/15/2001
	Mark: NEO/RESOURCE			
4	Serial #: <u>76214469</u>	Filing Dt: 02/23/2001	Reg #: <u>2558524</u>	Reg. Dt: 04/09/2002
	Mark: NEO SCI			
5	Serial #: <u>76243343</u>	Filing Dt: 04/20/2001	Reg #: <u>2552466</u>	Reg. Dt: 03/26/2002
	Mark: NEO/BLOOD			
6	Serial #: <u>76456046</u>	Filing Dt: 10/04/2002	Reg #: <u>2837853</u>	Reg. Dt: 05/04/2004
	Mark: DECIMAL DOG			
7	Serial #: <u>76456472</u>	Filing Dt: 10/07/2002	Reg #: <u>2844301</u>	Reg. Dt: 05/25/2004
	Mark: DELTA SCIENCE MODULE			

Trademark Release and Reassignment:

**TRADEMARK
REEL: 003270 FRAME: 0534**

EXHIBIT B to Trademark Release and Reassignment (cont.)

<u>REGISTRATION DATE</u>	<u>MARK / IF ITU</u>	<u>REGISTRATION NUMBER</u>	
7/24/01	Function Shake	2472426	
1/16/01	Hands-On Math	2421122	
8/6/02	Math Tune-Ups	2605461	
1/1/02	Professor Pete's	2524154	
10/30/01	Science View	2502701	
10/2/01	SHH...Shapes	2495010	
11/20/01	Dial-A-Pattern	2509886	Application Pending during Aug.'01 Closing
7/23/02	Dial-A-Shape	2599179	Application Pending during Aug.'01 Closing
11/20/01	Dial-A-Trial	2509888	Application Pending during Aug.'01 Closing
7/23/02	Dial-A-Variable	2599178	Application Pending during Aug.'01 Closing
11/20/01	Dial-A-Volume	2509887	Application Pending during Aug.'01 Closing
10/16/01	Dr. Do-More	2498982	Application Pending during Aug.'01 Closing
8/26/97	Change-A-Print Frame	R2091096	
11/9/98	Linking Learning (Abandoned)	Serial No. 75-366664	