

**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
Lindy Acquisition Co., L.L.C.		03/31/2006	LIMITED LIABILITY COMPANY:
American Guidance Service, Inc.		03/31/2006	CORPORATION:

**RECEIVING PARTY DATA**

Name:	Kindle Publishing, L.L.C.
Street Address:	1718 Humble Place Drive
City:	Humble
State/Country:	TEXAS
Postal Code:	77338
Entity Type:	LIMITED LIABILITY COMPANY:

**PROPERTY NUMBERS Total: 5**

Property Type	Number	Word Mark
Registration Number:	1782491	HIGLEY'S SCHOOLHOUSE
Registration Number:	1939990	ADVENTURES UNLIMITED
Registration Number:	1944052	HEARTBEEPS
Registration Number:	1783929	MOUSE TALES
Registration Number:	2471437	LINDY LEARNING CENTER

**CORRESPONDENCE DATA**

Fax Number: (281)931-6032  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 281-931-8902  
 Email: bjshelton@farnsworthvonberg.com  
 Correspondent Name: Brian J. Shelton  
 Address Line 1: 333 North Sam Houston Pkwy  
 Address Line 2: Suite 300  
 Address Line 4: Houston, TEXAS 77060

OP \$140.00 1782491

NAME OF SUBMITTER:	Brian Joseph Shelton
Signature:	/Brian Joseph Shelton/
Date:	08/09/2006
<b>Total Attachments: 6</b> source=Executed Assignment of Trademark#page1.tif source=Executed Assignment of Trademark#page2.tif source=Executed Assignment of Trademark#page3.tif source=Executed Assignment of Trademark#page4.tif source=Executed Assignment of Trademark#page5.tif source=Executed Assignment of Trademark#page6.tif	

## ASSIGNMENT OF TRADEMARKS

This Agreement is made effective March 31, 2006, by and between American Guidance Service, Inc. a Minnesota corporation, having an address at 4201 Woodland Road, Circle Pines MN 55014 and Lindy Acquisition Co., LLC a Delaware limited liability company (hereinafter referred to as "ASSIGNORS") and Kindle Publishing, LLC, a Texas limited liability company, having an address at 1718 Humble Place Drive, Humble, TX 77338 (hereinafter referred to as "ASSIGNEE").

**WHEREAS**, ASSIGNORS are the owners of the registered trademarks identified in Exhibit A, attached hereto and incorporated by reference herein (collectively referred to as "Trademarks"), together with the goodwill of the business symbolized thereby in connection with the goods on which the Trademarks are used;

**WHEREAS**, the ASSIGNORS, pursuant to the terms and conditions of that certain Asset Purchase Agreement dated as of March 31, 2006, conveyed the Trademarks to ASSIGNEES, and this Assignment is made to evidence the assignment of the Trademarks to ASSIGNEES pursuant to said Asset Purchase Agreement;

**NOW, THEREFORE**, for and in consideration of the foregoing, and for other good and valuable consideration, the sufficiency of which is hereby acknowledged, and for the mutual terms and conditions herein set forth, the parties agree as follows:

1. ASSIGNORS hereby convey, transfer, assign, deliver and contribute to ASSIGNEE all of their right, title, interest, and good will associated in and to TRADEMARKS.
2. This Agreement shall be binding upon the respective successors and assigns in interest of the parties hereto.

**EXECUTED** effective as of the date and year first above written.

ASSIGNORS:

AMERICAN GUIDANCE SERVICE, INC.

Signature:

Kevin Buegeman

Printed Name:

Kevin Buegeman

Job Title:

President

Dated:

8/7/06

LINDY ACQUISITION CO., LLC

Signature:

\_\_\_\_\_

Printed Name:

\_\_\_\_\_

Job Title:

\_\_\_\_\_

Dated:

\_\_\_\_\_

ASSIGNORS:

AMERICAN GUIDANCE SERVICE, INC.


Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Job Title: \_\_\_\_\_

Dated: \_\_\_\_\_

LINDY ACQUISITION CO., LLC

Signature:  \_\_\_\_\_

Printed Name: GEORGE WERNER

Job Title: EXECUTIVE V.P. OPERATIONS - PEARSON PLC

Dated: 8/8/06

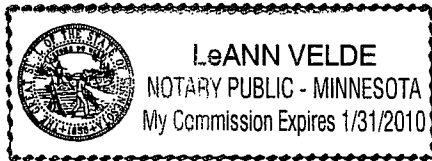
**ACKNOWLEDGEMENT**

State of Minnesota

County of Anoka

On this 7<sup>th</sup> day of August, 2006, before me LeAnn Velde the undersigned Notary Public, personally appeared Kevin Brueggeman personally known to me to be the person who executed the within instrument. Witness my hand and official seal.

Seal



LeAnn Velde  
Notary Public

**ACKNOWLEDGEMENT**

State of \_\_\_\_\_

County of \_\_\_\_\_

On this \_\_\_\_\_ day of \_\_\_\_\_, 2006, before me \_\_\_\_\_ the undersigned Notary Public, personally appeared \_\_\_\_\_ personally known to me to be the person who executed the within instrument. Witness my hand and official seal.

Seal

\_\_\_\_\_  
Notary Public

**ACKNOWLEDGEMENT**

State of \_\_\_\_\_

County of \_\_\_\_\_

On this \_\_\_\_\_ day of \_\_\_\_\_, 2006, before me \_\_\_\_\_ the undersigned Notary Public, personally appeared \_\_\_\_\_ personally known to me to be the person who executed the within instrument. Witness my hand and official seal.

*Seal*

\_\_\_\_\_  
Notary Public

**ACKNOWLEDGEMENT**

State of New Jersey

County of Bergen

On this 8<sup>th</sup> day of August, 2006, before me Linda Posluszny the undersigned Notary Public, personally appeared George Nemer personally known to me to be the person who executed the within instrument. Witness my hand and official seal.

*Seal*

Linda Posluszny  
Notary Public

**Linda Posluszny  
Notary Public State of New Jersey  
No. 2287992  
Qualified in Bergen County  
Commission Expires 05/23/2007**

EXHIBIT A

Federal Trademark Registrations

<b>Trademark Service Mark</b>	<b>Registration No.</b>	<b>Registration Date</b>	<b>Register</b>	<b>International Class</b>
Higley's Schoolhouse	1,782,491	07/20/1993	Principal	9
Adventures Unlimited	1,939,990	12/05/1995	Principal	9
HeartBeeps	1,944,052	12/26/1995	Principal	9
Mouse Tales	1,783,929	07/27/1993	Principal	9
Lindy Learning Center	2,471,437	07/24/2001	Principal	42

State of Texas Registrations

<b>Trademark Service Mark</b>	<b>Registration No.</b>	<b>Registration Date</b>
Higley's Schoolhouse	052191	10/12/1992
Adventures Unlimited	53561	05/20/1994
HeartBeeps for TAAS	052267	12/14/1992
Mouse Tales	052192	10/12/1992
HeartBeeps	53744	07/27/1994