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TRADEMARKS ONLY

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To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the page address(es) below.

11.27.06

1. Name of conveying party(ies):
Childtime Childcare-PMC, Inc.

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

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

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

Name: Childtime Childcare, Inc.
Internal _____
Address: _____
Street Address: 21333 Haggerty Road, Suite #300
City: Novi
State: Michigan
Country: U.S.A. Zip: 48375

Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 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) November 9, 2006

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) _____
(see attached addendum)

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: Carl J. Spagnuolo, McHale & Slavin, P.A.
Internal Address: _____
Street Address: 2855 PGA Blvd.
City: Palm Beach Gardens
State: Florida Zip: 33410
Phone Number: (561) 625-6575
Fax Number: (561) 625-6572
Email Address: palmbeach@m spatents.com

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ \$200.00

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 _____
Authorized User Name _____

9. Signature: Carl J. Spagnuolo 11-20-06
Signature Date

11/27/2006 DBYRNE 00000138 1621658
01 FC:8521
02 FC:8522

Carl J. Spagnuolo, Attorney for Applicant
100.00 Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 3

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

Refund Ref: 11/27/2006 DBYRNE 0000154929

CHECK Refund Total: \$60.00

ADDENDUM

- 1) Trademark: A GOOD BEGINNING THAT LASTS A LIFETIME, U.S. Registration No. 1621658
- 2) Trademark: CHILDTIME, U.S. Registration No. 1806522
- 3) Trademark: CHILDTIME CHILDREN'S CENTERS, U.S. Registration No. 2639272
- 4) Trademark: PALO ALTO, U.S. Registration No. 1108248
- 5) Trademark: SUCCESSFUL STEPS TO EALRY LEARNING, U.S. Registration No. 1518358

TRADEMARK ASSIGNMENT

ASSIGNOR: Childtime Childcare-PMC, Inc.
Status: a Michigan Corporation
Address: 38345 West Ten Mile Road, Suite 102
City: Farmington Hills State/Zip: Michigan 48335-2883
ASSIGNEE: Childtime Childcare, Inc.
Status: an Illinois Corporation
Address: 21333 Haggerty Road
City: Novi State/Zip: Michigan 48375
TITLE OF TRADEMARK/SERVICE MARK: (see attached Addendum) ----

The Assignor having filed for registration of Trademarks on the United States Principal Register, and the Assignee being desirous of acquiring the same; in consideration of One Dollar (\$1.00) and other good and valuable consideration, the Assignor hereby assigns to the Assignee, including their successors, assigns, heirs, administrators, all of the Assignor's right, title and interest in and to the Trademarks, including any and all goodwill associated herewith identified herein and to any and all registrations which may evolve therefrom;

The Assignor assigns all right, title and interest in and to said Trademarks in all foreign countries, and all applications for Trademarks in foreign countries and any registrations which may evolve therefrom, including the right to claim International Convention priority; and

The Assignor agrees to execute any papers or perform any acts required to establish, vest or protect the Assignee's rights therein or required by Assignee to obtain said Trademarks, without any additional payment therefor, but without any expense to Assignor.

Childtime Childcare-PMC, Inc.

Date: November 9, 2006
By: Ira L. Young
Title: Secretary, and General Counsel

STATE OF FLORIDA)
))
COUNTY OF)

Before me this 9th day of November 2006, personally appeared the above named individual, to me known to be the person described in, and who executed the foregoing assignment instrument and acknowledge to me that he executed the same on his own free will for the purpose therein expressed.

Candance A. Delrio
Notary Public

Personally known X
or Product Identification _____
Type of Identification Produced _____

CANDANCE A. DELRIO
NOTARY PUBLIC WAYNE CO., MI
MY COMMISSION EXPIRES Dec 29, 2007
ACTING IN OAKLAND COUNTY, MI