

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT		
EFFECTIVE DATE:	12/12/2007		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Reed Publishing (Nederland) B.V.		02/06/2008	LIMITED LIABILITY COMPANY: NETHERLANDS
RECEIVING PARTY DATA			
Name:	HMH Publishers LLC		
Street Address:	2711 Centreville Road, Suite 4000		
City:	Wilmington		
State/Country:	DELAWARE		
Postal Code:	19808		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1704863	CHILDREN'S MAGAZINE GUIDE	
Registration Number:	2208764	CHILDREN'S MAGAZINE GUIDE	
CORRESPONDENCE DATA			
Fax Number:	(212)226-1995		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	2122267700		
Email:	ccastro@yeellp.com		
Correspondent Name:	Mary A. Donovan		
Address Line 1:	110 Greene Street, Suite 700		
Address Line 4:	New York, NEW YORK 10012		
ATTORNEY DOCKET NUMBER:	1701/HARCOURT ASSIGNMENT		
NAME OF SUBMITTER:	Mary A. Donovan		

OP \$65.00 1704863

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TRADEMARK
REEL: 003742 FRAME: 0396

Signature:

/Mary A. Donovan/

Date:

03/18/2008

Total Attachments: 3

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ASSIGNMENT OF TRADEMARKS

This Assignment of Trademarks is effective, nunc pro tunc, as of December 12, 2007, by and among Reed Publishing (Nederland) B.V., a Netherlands limited liability company having a principal place of business at Radarweg 29, 1043 NX Amsterdam, Netherlands (hereinafter referred to as "Assignor") and HMH Publishers LLC, a Delaware limited liability company having a principal place of business at 2711 Centreville Road, Suite 4000, Wilmington, Delaware 19808 (hereinafter referred to as "Assignee").

WHEREAS, Assignor is the owner of the trademarks set forth in the Schedule of Trademarks annexed hereto (hereinafter referred to as the "TRADEMARKS"); and

WHEREAS, Assignee is desirous of acquiring all of the right, title and interest of Assignor in, to and under the TRADEMARKS, together with the goodwill of the business associated with the TRADEMARKS.

NOW THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the sufficiency and receipt of which is hereby acknowledged, Assignor hereby transfers and assigns to Assignee the entire right, title and interest of Assignor in and to the TRADEMARKS together with the goodwill of the business associated with the TRADEMARKS;

Assignor, does hereby sell, assign, transfer and set over unto Assignee, its successors, legal representatives and assigns all claims for damages by reason of past infringement of the TRADEMARKS, the right to sue for and collect the same for its own use and enjoyment and for the use and enjoyment of its successors, assigns, or other legal representative; and

Assignor further agrees to execute such further documents as may be required to record Assignee as the owner of the TRADEMARKS and the applications and registrations herein assigned.

[end of text]

IN WITNESS WHEREOF, the parties have executed this instrument this 30th day of January, 2008.

REED PUBLISHING (NEDERLAND) B.V.

By: [Signature]
Name: Erik Ekker
Title: Managing Director

SEEN FOR LEGALISATION

by me, Dirk-Jan Jeroen Smit, civil law notary, officiating in Amsterdam, the Netherlands, the signature of **Erik Ekker**, residing at 1406 KT Bussum, Heuvellaan 15, the Netherlands, who according to the information provided by the Chamber of Commerce today, is managing director of Reed Publishing (Nederland) B.V., and in such capacity authorised to represent Reed Publishing (Nederland) B.V., acting solely.

Amsterdam, 6 February 2008

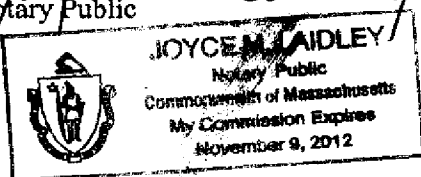
HMH PUBLISHERS LLC

By: [Signature]
Name:
Title:



On this 6th day of February 2008, before me personally appeared William Boyer a citizen of the U.S. and Exec V.P., General Counsel of HMH Publishers LLC with an address of 2711 Centreville Road, Suite 4000, Wilmington, Delaware 19808, who is personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within written instrument and who acknowledged to me that he executed the same in his authorized capacity and that by his signature on the instrument, he, or the entity upon behalf of which he acted, executed the instrument.

[Signature]
Notary Public



SCHEDULE OF TRADEMARKS

UNITED STATES: REGISTRATIONS

MARK	REGISTRATION DATE	REGISTRATION #
CHILDREN'S MAGAZINE GUIDE & Design	8/4/1992	1704863
CHILDREN'S MAGAZINE GUIDE	12/8/1998	2208764