

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/30/2006

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
National Evaluation Systems, Inc.		06/30/2006	CORPORATION: MASSACHUSETTS

**RECEIVING PARTY DATA**

Name:	NCS Pearson, Inc.
Street Address:	5601 Green Valley Drive
City:	Bloomington
State/Country:	MINNESOTA
Postal Code:	55437
Entity Type:	CORPORATION: MINNESOTA

**PROPERTY NUMBERS Total: 62**

Property Type	Number	Word Mark
Registration Number:	3198641	VIRGINIA COMMUNICATION AND LITERACY ASSESSMENT
Serial Number:	78828307	VCLA
Registration Number:	3167011	VIRGINIA COMMUNICATION AND LITERACY ASSESSMENT
Registration Number:	3272003	CTEL CALIFORNIA TEACHER OF ENGLISH LEARNERS
Registration Number:	3193734	CTEL
Registration Number:	3238513	CALIFORNIA TEACHER OF ENGLISH LEARNERS
Registration Number:	3123733	GACE
Registration Number:	3123732	GACE
Registration Number:	3091779	GEORGIA ASSESSMENTS FOR THE CERTIFICATION OF EDUCATORS
Registration Number:	3098233	AEPA
Registration Number:	3098232	AEPA
Registration Number:	3098231	ARIZONA EDUCATOR PROFICIENCY ASSESSMENTS

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Registration Number:	3100730	ORELA OREGON EDUCATOR LICENSURE ASSESSMENTS
Registration Number:	3285580	ORELA
Registration Number:	3086920	OREGON EDUCATOR LICENSURE ASSESSMENTS
Registration Number:	3047995	WEST-B
Registration Number:	3043911	WEST-B WASHINGTON EDUCATOR SKILLS TEST-BASIC
Registration Number:	2974810	WASHINGTON EDUCATOR SKILLS TEST-BASIC
Registration Number:	2996795	VIRGINIA READING ASSESSMENT
Registration Number:	2955897	VIRGINIA READING ASSESSMENT
Registration Number:	2994085	VRA
Registration Number:	2934511	TEXMAT
Registration Number:	2903991	TEXAS EXAMINATIONS FOR MASTER TEACHERS
Registration Number:	2993805	TEXMAT
Registration Number:	2950684	TEXAS EXAMINATIONS OF EDUCATOR STANDARDS
Registration Number:	2934504	TEXES
Registration Number:	2999909	TEXES
Registration Number:	2937096	MASSACHUSETTS TESTS FOR EDUCATOR LICENSURE
Registration Number:	3010017	MTEL
Registration Number:	2945616	THEA TEXAS HIGHER EDUCATION ASSESSMENT
Registration Number:	2924511	TEXAS HIGHER EDUCATION ASSESSMENT
Registration Number:	2883987	THEA
Registration Number:	2855404	NEW YORK STATE ASSESSMENT OF TEACHING ASSISTANT SKILLS
Registration Number:	2838244	NYSATAS
Registration Number:	2853067	NYSATAS
Registration Number:	2838040	CSET
Registration Number:	2838038	CSET
Registration Number:	2805965	CALIFORNIA SUBJECT EXAMINATIONS FOR TEACHERS
Registration Number:	2305876	RICA
Registration Number:	2295844	RICA READING INSTRUCTION COMPETENCE ASSESSMENT
Registration Number:	2284273	READING INSTRUCTION COMPETENCE ASSESSMENT
Registration Number:	2103606	CLAD /BCLAD
Registration Number:	2103584	BCLAD
Registration Number:	2110852	CBEST CALIFORNIA BASIC EDUCATIONAL SKILLS TEST
Registration Number:	2103608	CBEST

Registration Number:	2239795	SINGLE SUBJECT ASSESSMENTS FOR TEACHING
Registration Number:	2116235	CLAD
Serial Number:	75208069	(BILINGUAL) CROSSCULTURAL, LANGUAGE AND ACADEMIC DEVELOPMENT EXAMINATIONS
Registration Number:	2146865	SINGLE SUBJECT ASSESSMENTS FOR TEACHING
Registration Number:	1948549	PLACE
Registration Number:	1926802	PROGRAM FOR LICENSING ASSESSMENTS FOR COLORADO EDUCATORS
Registration Number:	1948548	PLACE
Registration Number:	1828667	NYSTCE
Registration Number:	1828665	NYSTCE
Registration Number:	1785923	NES
Registration Number:	1655081	TMTE
Registration Number:	1603156	PTT
Registration Number:	1544989	NES
Registration Number:	1554216	TASP
Serial Number:	73395633	NES
Registration Number:	1074297	COMPREHENSIVE ACHIEVEMENT MONITORING
Registration Number:	1041959	CAM

**CORRESPONDENCE DATA**

Fax Number: (952)681-3066  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: (952) 681-3070  
Email: dan.devoe@pearson.com  
Correspondent Name: Daniel J. DeVoe-Asst General Counsel  
Address Line 1: NCS Pearson, Inc.  
Address Line 2: 5601 Green Valley Drive  
Address Line 4: Bloomington, MINNESOTA 55437

ATTORNEY DOCKET NUMBER:	NES TRADEMARK ASSIGNMENT
NAME OF SUBMITTER:	Daniel J. DeVoe
Signature:	/Daniel J. DeVoe/
Date:	08/14/2008

Total Attachments: 4  
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PC

The Commonwealth of Massachusetts

William Francis Galvin  
Secretary of the Commonwealth  
One Ashburton Place, Boston, Massachusetts 02108-1512

FORM MUST BE TYPED

Articles of Merger

FORM MUST BE TYPED

Domestic Corporation Involving Foreign Corporation or Foreign Other Entity  
(General Laws, Chapter 156D, Section 11.06; 950 CMR 113.37)

Exact name, jurisdiction and date of organization of each party to the merger:

(1) EXACT NAME	(2) JURISDICTION	DATE OF ORGANIZATION
NCS Pearson, Inc.	Minnesota	March 28, 1962
National Evaluation Systems, Inc.	Massachusetts	May 22, 1972

NCS Pearson, Inc. owns 100% of the issued and outstanding stock of National Evaluation Systems, Inc.

(3) The foreign corporation or other entity is  / is not  \* authorized to conduct business in the Commonwealth.

(4) Exact name of the surviving entity NCS Pearson, Inc.

(5) The jurisdiction under the laws of which the surviving entity will be organized Minnesota

(6) The merger shall be effective at the time and on the date approved by the Division unless a later effective date not more than 90 days from the date and time of filing is specified \_\_\_\_\_

For each domestic corporation that is a party to the merger

(Please check the appropriate box)

(7)  The plan of merger was duly approved by the shareholders and, if voting by any separate voting group was required, by each separate voting group, in the manner required by G. L., Chapter 156D and the corporation's articles of organization.

OR

(8)  The plan of merger did not require the approval of the shareholders.

(9) Participation of each other domestic entity, foreign corporation, or foreign other entity was duly authorized by the law under which the other entity or foreign corporation is organized and by its organizational documents.

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(10) Where applicable, attach any amendment to articles of organization of the surviving entity, where the survivor is a domestic business corporation.

(11) Where applicable, attach the articles of organization of the surviving entity, where the survivor is a NEW domestic business corporation, including all the supplemental information required by 950 CMR 115.16.

(12) Where applicable, the executive office address of a foreign other entity, if such information is not on the record of the foreign other entity and such foreign other entity is the survivor of the merger.

Signed by *Steven A. Dowling* Name: Steven Dowling  
 Title: Vice President, NCS Pearson, Inc.  
 (Signature of authorized individual)

- Chairman of the Board of Directors
- President
- Other Officer
- Court-appointed fiduciary

on this 28 day of June of 2006

Signed by *Tom Simon* Name: Tom Simon  
 Title: Treasurer, National Evaluations Systems, Inc.  
 (Signature of authorized individual)

- Chairman of the Board of Directors
- President
- Other Officer
- Court-appointed fiduciary

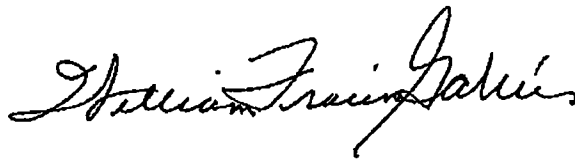
on this 29 day of June of 2006

MARS - 11/20/07 CTB/mms/0000

THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are

deemed to have been filed with me on:  
June 30, 2006 10:42 AM

A handwritten signature in cursive script that reads "William Francis Galvin".

WILLIAM FRANCIS GALVIN

*Secretary of the Commonwealth*