

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest in Trademark Collateral

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bear Stearns Corporate Lending, Inc. successor in interest to The Bank of New York Mellon	FORMERLY The Bank of New York	08/15/2008	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Sundance/Newbridge Educational Publishing, LLC
Street Address:	One Beeman Road
Internal Address:	PO Box 740
City:	Northborough
State/Country:	MASSACHUSETTS
Postal Code:	01532
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	2736468	
Registration Number:	2746783	
Registration Number:	2692730	TWIN TEXTS
Registration Number:	2489133	SECOND CHANCE READING
Registration Number:	2216549	ALPHAKIDS
Registration Number:	2225675	LIFT LITERATURE IS FOR THINKING
Registration Number:	2228067	CHAPTER BY CHAPTER
Registration Number:	2231963	NOVEL IDEAS
Registration Number:	2504156	NEWBRIDGE DESCUBRIMENTOS
Registration Number:	2354616	NEWBRIDGE DISCOVERY LINKS
Registration Number:	1735677	NEWBRIDGE
Registration Number:	1799967	NEWBRIDGE

CH \$315.00 2736468

CORRESPONDENCE DATA

Fax Number: (617)227-4420

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

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ATTORNEY DOCKET NUMBER:	206951.83
NAME OF SUBMITTER:	Jessica Davis
Signature:	/JDavis/
Date:	08/25/2008

Total Attachments: 3
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**RELEASE OF SECURITY INTEREST
IN TRADEMARK COLLATERAL**

This RELEASE, dated as of August 15, 2008, is made by Bear Stearns Corporate Lending, Inc. ("Lender"), as successor in interest to The Bank of New York Mellon, formerly known as The Bank of New York, in favor of Sundance/Newbridge Educational Publishing, LLC ("Company") as follows:

WITNESSETH

WHEREAS, pursuant to the Security Agreement, dated August 20, 2003 ("Security Agreement"), and recorded with The United States Patent and Trademark Office on August 22, 2003 at Reel/Frame No. 002807/0556, Company granted Lender a security interest in and to all of its right, title and interest in its trademarks and all applications and registrations therefor, including goodwill (the "Trademark Collateral");

WHEREAS, Lender acknowledges full payment, complete performance and satisfaction of all obligations pursuant to the Security Agreement have been made;

WHEREAS, Company has requested that Lender release its security interest in and to the Trademark Collateral, including without limitation the trademarks and all applications and registrations therefor set forth in Schedule A attached hereto and incorporated herein by reference.

NOW, THEREFORE, Lender, without recourse, representation or warranty and at Company's sole cost and expense, hereby RELEASES all of its right, title and interest in and to the Trademark Collateral, including without limitation the trademarks set forth in Schedule A and any other collateral described in the Security Agreement.

LENDER agrees to provide Company with any information and additional authorization necessary to effect the release of Lender's security interest in the Trademark Collateral.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, Lender has caused this Release to be duly executed and delivered by its duly authorized officer as of the date first written above.

BEAR STEARNS CORPORATE LENDING, INC.

By: JPMORGAN CHASE BANK, N.A., authorized signatory

By: [Signature]
Name: Sharon Bazbaz
Title: Vice President

CERTIFICATION OF ACKNOWLEDGMENT

STATE OF New York)
COUNTY OF New York) :

44 Before me, the undersigned, a Notary Public in and for the county aforesaid, on this 14 day of August, 2008, personally appeared Sharon Bazbaz who, being by me duly sworn, deposes and says that he/she is the Vice President of Bear Stearns Corporate Lending, Inc., and that he/she, as such officer being duly authorized so to do, executed the foregoing instrument for the purposes therein contained as his/her free act and deed and as the full act and deed of such corporation as such officer.

[Signature]
Notary Public

My Commission Expires:

September 3, 2010

EDELINE C. ADDERLEY
NOTARY PUBLIC, STATE OF NEW YORK
NO. 0140679940 QUALIFIED IN BRONX COUNTY
CERTIFICATE FILED IN NEW YORK COUNTY
MY COMMISSION EXPIRES SEPT. 3, 2010

**SCHEDULE A
TO
RELEASE OF SECURITY INTEREST
IN TRADEMARK COLLATERAL
Reel/Frame: 002807/0556**

TRADEMARK	OWNER	REGISTRATION NO.	SECURITY INTEREST RECORDATION DATE	REEL/ FRAME
Design Only Mark (Sun Logo)	Sundance/Newbridge Educational Publishing, LLC	2736468	8/22/03	2807/0556
Design Only Mark (Sun Logo)	Sundance/Newbridge Educational Publishing, LLC	2746783	8/22/03	2807/0556
TWIN TEXTS	Sundance/Newbridge Educational Publishing, LLC	2692730	8/22/03	2807/0556
SECOND CHANCE READING	Sundance/Newbridge Educational Publishing, LLC	2489133	8/22/03	2807/0556
ALPHA KIDS	Sundance/Newbridge Educational Publishing, LLC	2216549	8/22/03	2807/0556
LIFT LITERATURE IS FOR THINKING	Sundance/Newbridge Educational Publishing, LLC	2225675	8/22/03	2807/0556
CHAPTER BY CHAPTER	Sundance/Newbridge Educational Publishing, LLC	2228067	8/22/03	2807/0556
NOVEL IDEAS	Sundance/Newbridge Educational Publishing, LLC	2231963	8/22/03	2807/0556
NEWBRIDGE DESCUBRIMIENTOS	Sundance/Newbridge Educational Publishing, LLC	2504156	8/22/03	2807/0556
NEWBRIDGE DISCOVERY LINKS	Sundance/Newbridge Educational Publishing, LLC	2354616	8/22/03	2807/0556
NEWBRIDGE	Sundance/Newbridge Educational Publishing, LLC	1735677	8/22/03	2807/0556
NEWBRIDGE	Sundance/Newbridge Educational Publishing, LLC	1799967	8/22/03	2807/0556