

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Riverdeep Interactive Learning IP Limited		12/14/2007	COMPANY: IRELAND

RECEIVING PARTY DATA

Name:	HMH Education Company Limited
Street Address:	70 Sir John Rogerson's Quay
City:	Dublin
State/Country:	IRELAND
Postal Code:	2
Entity Type:	COMPANY: IRELAND

PROPERTY NUMBERS Total: 134

Property Type	Number	Word Mark
Serial Number:	76570985	DESTINATION TEACH
Registration Number:	2078845	ACTIVE MIND SERIES
Registration Number:	2871322	ADVENTURE WORKSHOP
Registration Number:	2304825	AN OCEAN ADVENTURE
Registration Number:	2136232	ASTRO ALGEBRA
Registration Number:	2899234	ATOMIC CLOCK
Registration Number:	1834422	BAILEY'S BOOK HOUSE
Registration Number:	1904381	BAILEY'S BOOK HOUSE
Registration Number:	1729084	BODYWORKS
Registration Number:	2363016	BRAIN BYTES
Registration Number:	2618094	BRODERBUND
Registration Number:	2127794	CALCULATING CREW
Registration Number:	2007255	CARMEN SANDIEGO JUNIOR DETECTIVE EDITION
Registration Number:	2304536	CARMEN SANDIEGO WORD DETECTIVE

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Registration Number:	2145268	CARNIVAL COUNTDOWN
Registration Number:	1316792	CLICKART
Registration Number:	2176867	
Registration Number:	1771187	COMPTON'S
Registration Number:	2578138	DESTINATION MATH
Registration Number:	2554481	DESTINATION MATH
Registration Number:	2836863	DESTINATION READING
Registration Number:	3002413	DESTINATION SUCCESS
Registration Number:	2487878	DIJIT
Registration Number:	2487877	
Registration Number:	2402359	
Registration Number:	2435510	
Registration Number:	2140133	DOWNLOAD ZONE
Registration Number:	2262249	E
Registration Number:	2531743	
Registration Number:	2747811	EDCONNECT
Registration Number:	2515111	EDMARK
Registration Number:	1016865	EDMARK
Registration Number:	1015485	EDMARK
Registration Number:	2252796	E EDMARK IGNITE THE CURIOUS MIND
Registration Number:	2525466	EDVANTAGE
Registration Number:	2039432	FAMILY LAWYER
Registration Number:	1926732	FOOLPROOF
Registration Number:	2571790	FRIPPLETOWN
Registration Number:	2466413	GALACTIC BRAIN BENDERS
Registration Number:	2286115	GRADE BUILDER
Registration Number:	1810528	KID PIX
Registration Number:	2358182	KNOWLEDGE MUNCHERS
Registration Number:	2888786	LEARNING COMPANY BOOKS
Registration Number:	2694218	LEARNING NEEDS
Registration Number:	2349234	LET'S GO READ!
Registration Number:	1796822	LIVING BOOKS
Registration Number:	3267712	LIVING BOOKS
Registration Number:	1882881	LOGAL
Registration Number:	2551916	LOGAL SIMLIBRARY

Registration Number:	2041387	LOGICAL JOURNEY OF THE ZOOMBINIS
Registration Number:	2245681	MATH MUNCHERS
Registration Number:	2070388	MAVIS BEACON
Registration Number:	1503670	MAVIS BEACON TEACHES TYPING!
Registration Number:	2870225	MAVIS BEACON TEACHES TYPING!
Registration Number:	2327197	MEGA MUNCHERS
Registration Number:	2096700	MIGHTY MATH
Registration Number:	2960499	MIGHTY MATH
Registration Number:	2187757	MILLIE & BAILEY
Registration Number:	1784693	MILLIE'S MATH HOUSE
Registration Number:	2819012	MIND POWER
Registration Number:	2470384	MINDTWISTER MATH
Registration Number:	2463867	NOW, THE BEST SCHOOL CAN BE EVERYWHERE
Registration Number:	2099000	NUMBER HEROES
Registration Number:	1928742	ORANGA BANGA
Registration Number:	1616866	OUTNUMBERED!
Registration Number:	2276281	PRACTICE MAKES PERFECT
Registration Number:	2111762	PRINTMASTER
Registration Number:	1579841	QUICKVERSE
Registration Number:	2998655	READER RABBIT
Registration Number:	1430966	READER RABBIT
Registration Number:	2194347	READER RABBIT'S KINDERGARTEN
Registration Number:	2191555	READER RABBIT'S PRESCHOOL
Registration Number:	2191554	READER RABBIT'S TODDLER
Registration Number:	2605772	RIVERDEEP
Registration Number:	2400552	RIVERDEEP
Registration Number:	2469585	RIVERDEEP INTERACTIVE LEARNING
Registration Number:	2465682	RIVERDEEP INTERACTIVE LEARNING
Registration Number:	3003689	RIVERDEEP LEARNING VILLAGE
Registration Number:	3130458	RIVERDEEP LEARNING VILLAGE
Registration Number:	2896181	RIVERDEEP LEARNING VILLAGE
Registration Number:	3261889	RIVERDEEP LEARNING VILLAGE
Registration Number:	2508894	
Registration Number:	2452885	
Registration Number:	2618591	SAFEFILTER

TRADEMARK

REEL: 003857 FRAME: 0540

Registration Number:	1929707	SAMMY'S SCIENCE HOUSE
Registration Number:	1732691	SKILLS BANK
Registration Number:	2238506	SKY ISLAND MYSTERIES
Registration Number:	1939206	SMARTSTUFF
Registration Number:	2366829	SPIRITUAL EXPRESSIONS
Registration Number:	2078912	STANLEY'S STICKER STORIES
Registration Number:	2919346	STARFLYERS
Registration Number:	2794386	STARFLYERS
Registration Number:	1769401	STORYBOOK WEAVER
Registration Number:	2123628	STRATEGY CHALLENGES
Registration Number:	1969945	THE AMAZING WRITING MACHINE
Registration Number:	1850384	THE AMAZON TRAIL
Registration Number:	2286308	THE CLUEFINDERS
Registration Number:	2273150	THE COMPLETE REFERENCE COLLECTION
Registration Number:	2676400	THE EDITOR'S DESK
Registration Number:	1347323	THE LEARNING COMPANY
Registration Number:	2322090	TLC THE LEARNING COMPANY FOR GREATER KNOWLEDGE
Registration Number:	1771617	THE OREGON TRAIL
Registration Number:	1395538	THE PRINT SHOP
Registration Number:	2414416	THE PRINT SHOP ESSENTIALS
Registration Number:	2769398	THE WRITING TREK
Registration Number:	2651018	THEMEWEAVERS
Registration Number:	2622525	THINK IT.PRINT IT.
Registration Number:	1934358	THINKIN' THINGS
Registration Number:	1932617	THINKIN' THINGS
Registration Number:	2200440	TLC
Registration Number:	2364846	TLC THE LEARNING COMPANY
Registration Number:	2470715	TOUCHFREE
Registration Number:	1479442	TOUCHWINDOW
Registration Number:	2280183	TRAVEL THE WORLD
Registration Number:	1818409	TREASURE COVE!
Registration Number:	1832011	TREASURE MATHSTORM!
Registration Number:	1854540	TREASURE MOUNTAIN!
Registration Number:	2245677	TRIVIA MUNCHERS

Registration Number:	2302982	TRUE NETWORK VERSIONS
Registration Number:	2077963	ULTIMATE WRITING & CREATIVITY CENTER
Registration Number:	2388081	VIRTUAL MAKEOVER
Registration Number:	2506080	VIRTUALTALK
Registration Number:	1665430	VIRUCIDE
Registration Number:	1483655	WHERE IN THE U.S.A. IS CARMEN SANDIEGO?
Registration Number:	2223676	WHERE IN THE WORLD IS CARMEN SANDIEGO?
Registration Number:	1383516	WHERE IN THE WORLD IS CARMEN SANDIEGO?
Registration Number:	1606525	WHERE IN TIME IS CARMEN SANDIEGO?
Registration Number:	2244406	WORD MUNCHERS
Registration Number:	2025822	WORDS AROUND ME
Registration Number:	2671124	WRITE FOR YOUR LIFE
Registration Number:	3047173	ZAP!
Registration Number:	2145266	ZOO ZILLIONS
Registration Number:	2827166	ZOOMBINIS
Registration Number:	2827165	ZOOMBINIS

CORRESPONDENCE DATA

Fax Number: (617)345-1300
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 617-345-1341
Email: matm@nixonpeabody.com
Correspondent Name: Michelle A. Massicotte, Esq.
Address Line 1: 100 Summer Street
Address Line 4: Boston, MASSACHUSETTS 02110

ATTORNEY DOCKET NUMBER: 057946-3

DOMESTIC REPRESENTATIVE

Name: Michelle A. Massicotte, Esq.
Address Line 1: 100 Summer Street
Address Line 2: Nixon Peabody LLP
Address Line 4: Boston, MASSACHUSETTS 02110

NAME OF SUBMITTER: Michelle A. Massicotte

Signature: /Michelle A. Massicotte/

Date: 09/23/2008

Total Attachments: 1

TRADEMARK
REEL: 003857 FRAME: 0542

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DUPLICATE FOR THE FILE

Number 441203



1056446

Certificate of Incorporation on change of name

I hereby certify that

RIVERDEEP INTERACTIVE LEARNING IP LIMITED

having, by a Special Resolution of the Company,
and with the approval of the Registrar of Companies,
changed its name, is now incorporated as
a limited company under the name

HMH EDUCATION COMPANY LIMITED

and I have entered such name on the Register accordingly.

Given under my hand at Dublin, this

Friday, the 14th day of December, 2007

for Registrar of Companies

Certificate handed to/posted to*: *Matheson Ormsby Prentice (Solicitors)*
70 Sir John Rogerson'S Quay
Dublin 2

Signed: MOP

Date: 18/12/07

*Delete as appropriate