

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Thomson Canada Limited		07/05/2007	CORPORATION: CANADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Nelson Education Ltd.		
<b>Street Address:</b>	1120 Birchmount Road		
<b>City:</b>	Toronto		
<b>State/Country:</b>	ONTARIO		
<b>Postal Code:</b>	M1K 5G4		
<b>Entity Type:</b>	CORPORATION: CANADA		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	78187858	GAGELEARNING	
<b>Serial Number:</b>	77177800	NELSON USA EDUCATION	
<b>Registration Number:</b>	2376388	THE LEARNING EQUATION	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(513)579-6457		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	513-562-1454		
<b>Email:</b>	trademarks@kmklaw.com		
<b>Correspondent Name:</b>	April L. Besl		
<b>Address Line 1:</b>	One East Fourth Street		
<b>Address Line 2:</b>	Suite 1400		
<b>Address Line 4:</b>	Cincinnati, OHIO 45202		
<b>ATTORNEY DOCKET NUMBER:</b>	NELSON EDUCATION/IP		
<b>NAME OF SUBMITTER:</b>	April L. Besl		

OP \$90.00 78187858

Signature:

/April L. Besl/

Date:

11/10/2008

Total Attachments: 3

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## ASSIGNMENT

**WHEREAS** Thomson Canada Limited (the "Assignor"), the full post office address of whose principal office or place of business is Suite 2706, TD Bank Tower, 66 Wellington Street West, Toronto, Ontario M5K 1A1 is the owner of the trade-marks listed on the attached Schedule "A" (the "Trade-marks");

**AND WHEREAS** Nelson Education Ltd. (the "Assignee"), the full post office address of whose principal office or place of business is 1120 Birchmount Road Toronto, Ontario M1K 5G4 is desirous of acquiring the whole right, title and interest in and to the Trade-marks, together with the goodwill associated therewith;

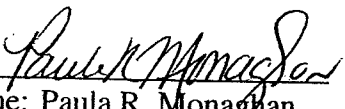
**NOW THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor hereby sells, assigns and transfers unto the Assignee, its successors and assigns, the whole right, title and interest in and to the Trade-marks, together with the goodwill associated therewith along with the business to which the Trade-marks pertain;

Assignor hereby requests the Commissioner of Patents and Trademarks in the United States, and the Registrar of Trade-marks in Canada, as the case may be, to record Assignee as the assignee and owner of the Trade-marks.

Assignor agrees to do such acts, including executing such documents, as are reasonably required by Assignee to vest full title in Assignee of the Trade-marks together with all goodwill associated therewith.

**EXECUTED** as of this 5<sup>th</sup> day of July, 2007.

**Thomson Canada Limited**

By:   
Name: Paula R. Monaghan  
Title: President and Secretary

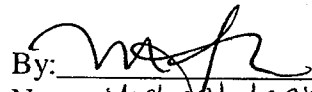
**APPENDIX 1**

**ACKNOWLEDGEMENT**

The undersigned hereby acknowledges and accepts the Assignment between Thomson Canada Limited and Nelson Education Ltd. and dated July 5, 2007 for the trademarks set out in Schedule "A" herein.

**EXECUTED** as of this 5<sup>th</sup> day of July, 2007.

**Nelson Education Ltd.**

By:   
Name: Michael Lank  
Title: President

SCHEDULE "A"

Mark	Country	Appl. No.	Reg No.
CAMPUSEEDGE	Canada	848,241	TMA498,075
CANADA PUBLISHING CORPORATION & Design	Canada	553,100	TMA326,609
CANADIAN TESTS OF BASIC SKILLS	Canada	455,632	TMA330,115
CILS	Canada	68/522,400	TMA406452
DANCING SUN BOOKS & Design	Canada	684,667	TMA404,059
EXPRESSWAYS	Canada	464,298	TMA261,771
GAGE	Canada	1,155,497	TMA616,641
GAGE & Design	Canada	1,155,498	TMA616,605
GAGE EDUCATIONAL PUBLISHING COMPANY	Canada	865,946	TMA530,755
GAGE LEARNING CORPORATION	Canada	1,155,499	TMA617,998
GAGELEARNING	United States	78,187,858	
GAGELEARNING	Canada	1,155,495	TMA629,439
GAGELEARNING & Design	Canada	1,155,496	TMA629,227
GLOBAL ATLAS	Canada	676,830	TMA401,414
INNOVATIONS IN SCIENCE	Canada	710,268	TMA433,015
LANGUAGE POWER	Canada	1,155,500	TMA655,311
MB & Design	Canada	720,777	TMA430,220
MEADOWBROOK PRESS & Design	Canada	720,778	TMS430,221
NELSON	Canada	1,179,328	TMA630606
NELSON USA EDUCATION	United States	77/177,800	
ORDINARY PEOPLE	Canada	62/986,200	TMA376758
SCIENCEPLUS	Canada	702,632	TMA450,959
SIDE BY SIDE	Canada	1,155,501	TMA651,727
SIDE BY SIDE & Design	Canada	1,155,502	TMA651,654
THE LEARNING EQUATION	Canada	845,533	TMA503,704
THE LEARNING EQUATION	United States	75/315,201	2,376,388
THE LIVING ATLAS	Canada	679,897	TMA405,268