

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|----------------------------------|--|-----------------------|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Scholastic Inc. | | 03/03/2009 | CORPORATION: NEW YORK |
| RECEIVING PARTY DATA | | | |
| Name: | Teacher Synergy Inc. | | |
| Street Address: | 40 Haines Blvd. | | |
| City: | Port Chester | | |
| State/Country: | NEW YORK | | |
| Postal Code: | 10573 | | |
| Entity Type: | CORPORATION: NEW YORK | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3356399 | TEACHERS PAY TEACHERS | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (914)881-9005 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | 914-417-9004 | | |
| Email: | psedelman@gmail.com | | |
| Correspondent Name: | Paul Edelman | | |
| Address Line 1: | 40 Haines Blvd. | | |
| Address Line 4: | Port Chester, NEW YORK 10573 | | |
| NAME OF SUBMITTER: | Paul Edelman | | |
| Signature: | /Paul Edelman/ | | |
| Date: | 05/21/2010 | | |

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Total Attachments: 3
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Scholastic Inc. 557 Broadway, New York, NY 10012-3999, (212) 343-6100
www.scholastic.com

March 10, 2009

Marian Steffens
Director of IP Services
(212) 343-6726
(212) 343-4816 Fax
msteffens@scholastic.com

Paul Edelman
150 Kings Highway
Orangeburg, New York 10962

Dear Paul,

I am enclosing the ASSIGNMENT OF TRADEMARK you will need to file with the US Patent and Trademark Office.

If you have any questions you can call me, or you can go to their website www.uspto.gov, and they will walk you through the process and the fee involved.

Good luck Paul, it was a pleasure working with you.

Sincerely,

A handwritten signature in black ink that reads "Marian".

Marian Steffens
Director of IP Services
Scholastic Inc.

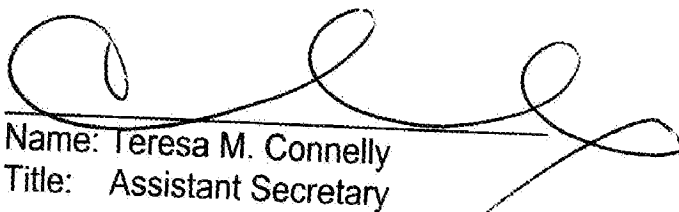
ASSIGNMENT OF TRADEMARK

This Assignment is made as of March 3, 2009, by Scholastic Inc. a company organized under the laws of the State of New York (the "ASSIGNOR"), to Teacher Synergy Inc., a company organized under the laws of the State of New York, located at 150 Kings Hwy, Orangeburg, New York 10962 (the "ASSIGNEE").

NOW THEREFORE, for and in consideration of good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR does hereby assign, sell and transfer to ASSIGNEE, its successors and assigns, all right, title and interest in and to the trademark application, registration and the associated trademark listed on Exhibit A, attached hereto and made a part hereof, together with the goodwill of the business symbolized by and associated with such trademark.

IN WITNESS WHEREOF, ASSIGNOR has executed this Assignment.

Scholastic Inc.



Name: Teresa M. Connelly
Title: Assistant Secretary

EXHIBIT A

Trademark

Registration #

Registration Date

TEACHERS PAY TEACHERS

3,356,399

December 18, 2007