

# TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
Innovatus Education Co., Ltd.		06/17/2011	CORPORATION: KOREA, DEMOCRATIC PEOPLE'S REPUBLIC OF
<b>RECEIVING PARTY DATA</b>			
Name:	Houghton Mifflin Harcourt Publishing Company		
Street Address:	222 Berkeley Street		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02116		
Entity Type:	CORPORATION: MASSACHUSETTS		
<b>PROPERTY NUMBERS Total: 2</b>			
Property Type	Number	Word Mark	
Serial Number:	85079127	BLAST! BUILDING GRAMMAR AND WRITING	
Serial Number:	85079123	ENGLISH TRAVELS	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(617)351-1125		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	(617)351-5126		
Email:	Vicki.Garbe@hmqpub.com		
Correspondent Name:	Victoria Garbe		
Address Line 1:	222 Berkeley Street		
Address Line 4:	Boston, MASSACHUSETTS 02116		
NAME OF SUBMITTER:	Victoria Garbe		
Signature:	/Victoria Garbe/		
Date:	07/07/2011		

CH \$65.00 85079127

900196396

**TRADEMARK**  
 REEL: 004576 FRAME: 0879

Total Attachments: 4

source=Assignment of Trademarks#page1.tif

source=Assignment of Trademarks#page2.tif

source=Assignment of Trademarks#page3.tif

source=Assignment of Trademarks#page4.tif

ASSIGNMENT OF TRADEMARKS

ASSIGNMENT OF TRADEMARKS (the "Assignment"), dated as of June 17, 2011 (the "Effective Date"), by and between Innovatus Education Co., Ltd., a corporation organized under the laws of the Republic of Korea ("Assignor"), and Houghton Mifflin Harcourt Publishing Company, a corporation organized under the laws of the Commonwealth of Massachusetts ("Assignee").

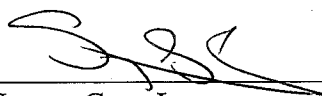
WHEREAS, Assignor and Assignee are parties to that certain Asset Purchase Agreement, dated as of June 17, 2011 (the "Asset Purchase Agreement"), providing, among other things, that Assignor transfer to Assignee certain assets, properties, and rights owned by Assignor, on the terms and conditions set forth in the Asset Purchase Agreement;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. Assignor hereby assigns, transfers, and conveys to Assignee all of Assignor's right, title, and interest in and to trademarks listed on Schedule 1 hereto, together with the goodwill of the business connected with the use thereof and symbolized thereby, the registrations and applications for registration thereof and rights of renewal and extension thereof, all common-law rights related thereto and all causes of action and rights of recovery for infringements, dilutions or violations of the foregoing prior to the Effective Date.
2. Assignor hereby irrevocably appoints Assignee, its successors and assigns, as true and lawful attorneys of Assignor to execute such further documents and instruments, and do such other acts and things as may be necessary or appropriate to effectuate the intentions hereof.
3. This Assignment may be executed in one or more counterparts, each of which shall be deemed an original and all of which shall, taken together, be considered one and the same agreement.

IN WITNESS WHEREOF, parties hereto have caused this Assignment to be duly executed and delivered as of the Effective Date.

INNOVATUS EDUCATION CO., LTD.

By:   
Name: Gene Lee  
Title: Representative Director

HOUGHTON MIFFLIN  
HARCOURT PUBLISHING COMPANY

By: \_\_\_\_\_  
Name:  
Title:

IN WITNESS WHEREOF, parties hereto have caused this Assignment to be duly executed and delivered as of the Effective Date.

INNOVATUS EDUCATION CO., LTD.

By: \_\_\_\_\_  
Name: Gene Lee  
Title: Representative Director

HOUGHTON MIFFLIN  
HARCOURT PUBLISHING COMPANY

By: \_\_\_\_\_  
Name: **William F. Bayers**  
Title: **EVP & General Counsel**

Assignment of Trademarks ☐ Schedule I

U.S. Trademarks

1. BLAST! BUILDING GAMMA AND WAITING 78 DESIGN (STYLIZED/DESIGN) ☐ Notice of Allowance issued by the United States Patent and Trademark Office on January 25, 2011 (U.S. Trademark Application Serial No. 85-079,127)
2. ENGLISH TRAVELS (STANDARD CHARACTER MARK) ☐ Notice of Allowance issued by the United States Patent and Trademark Office on February 1, 2011. (U.S. Trademark Application Serial No. 85-079,123)