

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Canter and Associates, Inc.		12/16/1999	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Canter and Associates, Inc.		
Street Address:	P.O. Box 2113		
City:	SANTA MONICA		
State/Country:	CALIFORNIA		
Postal Code:	90407-2113		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	2154187	CANTER	
Registration Number:	1414525	HOMEWORK WITHOUT TEARS	
Registration Number:	2526291	INCLUDING STUDENTS WITH SPECIAL NEEDS IN THE REGULAR CLASSROOM	
Registration Number:	2541815	INCLUDING STUDENTS WITH SPECIAL NEEDS IN THE REGULAR CLASSROOM	
Registration Number:	2374021	LEARNING DIFFERENCES: EFFECTIVE TEACHING WITH LEARNING STYLES AND MULTIPLE INTELLIGENCES	
Registration Number:	1854915	THE HIGH-PERFORMING TEACHER	
CORRESPONDENCE DATA			
Fax Number:	(202)344-8300		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	2023444000		
Email:	riebowitz@venable.com		
Correspondent Name:	Rebecca Liebowitz		
Address Line 1:	Venable LLP, P.O. Box 34385		

CH \$165.00 2154187

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**TRADEMARK
 REEL: 004601 FRAME: 0640**

Address Line 4: Washington, DISTRICT OF COLUMBIA 20043

ATTORNEY DOCKET NUMBER: 29239-150803

NAME OF SUBMITTER: Rebecca Liebowitz

Signature: /rebecca liebowitz/

Date: 08/10/2011

Total Attachments: 4
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TRADEMARK ASSIGNMENT

This Trademark Assignment (hereinafter referred to as "Assignment") is effective as of the 16TH day of DECEMBER, 1999, by and between Canter & Associates, Inc., a California corporation having a place of business at P.O. Box 2113 Santa Monica, CA 90407-2113 (hereinafter referred to as "ASSIGNOR"), and Canter & Associates, Inc., a Delaware corporation having a place of business at P.O. Box 2113 Santa Monica, CA 90407-2113 (hereinafter referred to as "ASSIGNEE").

WHEREAS, ASSIGNOR has adopted, used, is using, and is, to the best of its knowledge and belief, the owner of the trademarks listed in Schedule A, attached hereto and incorporated herein by this reference, and all other rights appurtenant thereto, including, but not limited to, all common law rights, trade name rights, causes of action, and the right to recover for past infringement (hereinafter collectively referred to as "Trademarks") worldwide;

WHEREAS, ASSIGNOR has acquired goodwill associated with and symbolized by said Trademarks and has not abandoned the same;

WHEREAS, ASSIGNOR is the owner of the federal trademark registrations and applications relating to the Trademarks listed in Schedule B, attached hereto and incorporated herein by reference (hereinafter collectively referred to as "Registrations");

WHEREAS, ASSIGNEE is desirous of acquiring all rights, title, and interest in and to the Trademarks and Applications worldwide listed in Schedule C, and any other registered or unregistered trademarks owned or used by ASSIGNOR or any of its licensees worldwide; and

WHEREAS, ASSIGNOR is willing to assign to ASSIGNEE all rights, title, and interest as ASSIGNOR may possess in and to the Trademarks and Applications and Registrations worldwide and any other registered or unregistered trademarks owned or used by ASSIGNOR or any of its licensees worldwide;

NOW, THEREFORE, for good and adequate consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR hereby assigns and sells to ASSIGNEE all rights, title, and interest as ASSIGNOR may possess in and to the following:

- (1) the Trademarks set forth in Schedule A;
- (2) the Applications and Registrations set forth in Schedule B;
- (3) the Worldwide Applications and Registrations set forth in Schedule C;
- (4) and any other registered or unregistered trademarks owned or used anywhere in the world by ASSIGNOR or any of its licensees;

together with the goodwill symbolized by said Trademarks, Applications and Registrations, and other registered or unregistered trademarks owned or used anywhere in the world by ASSIGNOR or any of its licensees concurrent with the transfer of certain tangible assets as indicia of said goodwill.

Executed at _____, this 16TH day of DECEMBER, 1999.

Canter & Associates, Inc.
a California corporation having a place of business at P.O. Box 2113 Santa Monica, CA 90407-2113

By: Valent J. [Signature], V.P./Secretary

SCHEDULES TO TRADEMARK ASSIGNMENT

SCHEDULE A

Marks: PARENTS ON YOUR SIDE

SUCCEEDING WITH DIFFICULT STUDENTS

CANTER'S SUCCEEDING WITH DIFFICULT STUDENTS

THE HIGH-PERFORMING TEACHER

SCARED OR PREPARED

HOMEWORK WITHOUT TEARS

THE ASSERTIVE EDUCATOR

ASSERTIVE DISCIPLINE

HELPING STUDENTS BECOME SELF-DIRECTED LEARNERS

LEARNING DIFFERENCES: EFFECTIVE TEACHING WITH LEARNING STYLES AND
MULTIPLE INTELLIGENCES

INCLUDING STUDENTS WITH SPECIAL NEEDS IN THE REGULAR CLASSROOM

SMART

CANTER

DEVELOPING LIFELONG LEARNERS

CANTER (STYLIZED)

BEHAVIOR BUDDIES

SCHEDULE B

Federal Trademark Registrations:

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>	<u>INTL. CLASS</u>
SUCCEEDING WITH DIFFICULT STUDENTS	1,788,524	August 17, 1993	41
THE HIGH-PERFORMING TEACHER	1,854,915	September 20, 1994	41
SCARED OR PREPARED	1,936,036	November 14, 1995	9 & 41
HOMEWORK WITHOUT TEARS	1,414,525	October 21, 1986	41
ASSERTIVE DISCIPLINE	1,629,494	December 25, 1990	41
ASSERTIVE DISCIPLINE	1,123,876	August 7, 1979	41
CANTER	2,154,187	April 28, 1998	9, 16 & 41
PARENTS ON YOUR SIDE	1,618,073	October 16, 1990	41

Federal Trademark Applications:

<u>MARK</u>	<u>APPL. NO.</u>	<u>FILING DATE</u>	<u>INTL. CLASS</u>
INCLUDING STUDENTS WITH SPECIAL NEEDS IN THE REGULAR CLASSROOM	75/138,551	July 23, 1996	9, 16 & 41
DEVELOPING LIFELONG LEARNERS	75/162,486	September 9, 1996	9, 16 & 41
LEARNING DIFFERENCES: EFFECTIVE TEACHING WITH LEARNING STYLES AND MULTIPLE INTELLIGENCES	75/324,836	July 15, 1997	9, 16 & 41
HELPING STUDENTS BECOME SELF-DIRECTED LEARNERS	75/348,719	August 28, 1997	9, 16 & 41

SCHEDULE C

Worldwide Trademark Applications:

<u>MARK</u>	<u>COUNTRY</u>	<u>APPL. NO.</u>	<u>FILING DATE</u>	<u>INTL CLASS</u>
SUCCEEDING WITH DIFFICULT STUDENTS	Australia	621430	January 31, 1994	41
CANTER'S SUCCEEDING WITH DIFFICULT STUDENTS	Australia	798339	June 24, 1999	41
CANTER'S SUCCEEDING WITH DIFFICULT STUDENTS	New Zealand	311890	June 24, 1999	41
CANTER (Stylized)	Australia	795533	May 27, 1999	9, 16 & 41
CANTER (Stylized)	Canada	1016667	May 25, 1999	9, 16 & 41
CANTER (Stylized)	United Kingdom	2198535	May 27, 1999	9, 16 & 41
CANTER (Stylized)	New Zealand	310170	May 25, 1999	9
CANTER (Stylized)	New Zealand	310171	May 25, 1999	16
CANTER (Stylized)	New Zealand	310172	May 25, 1999	41

Worldwide Trademark Registrations:

<u>MARK</u>	<u>COUNTRY</u>	<u>REG. NO.</u>	<u>REG. DATE</u>	<u>INTL CLASS</u>
PARENTS ON YOUR SIDE	Australia	B543372	October 5, 1990	41
PARENTS ON YOUR SIDE	Canada	401944	August 28, 1992	
PARENTS ON YOUR SIDE	United Kingdom	1568096	September 22, 1995	41
ASSERTIVE DISCIPLINE	Canada	420922	December 17, 1993	
ASSERTIVE DISCIPLINE	United Kingdom	1568094	April 9, 1994	41
SCARED OR PREPARED	Canada	TMA460963	August 9, 1996	9 & 41
SCARED OR PREPARED	United Kingdom	1577213	July 21, 1995	9
SCARED OR PREPARED	New Zealand	238486	October 4, 1996	9
SCARED OR PREPARED	United Kingdom	1577214	August 11, 1995	41
SCARED OR PREPARED	New Zealand	238487	October 4, 1996	41
ASSERTIVE DISCIPLINE	Australia	665157	June 28, 1995	41
CANTER'S SUCCEEDING WITH DIFFICULT STUDENTS	United Kingdom	2160716	March 12, 1998	41
SUCCEEDING WITH DIFFICULT STUDENTS	Canada	472622	March 13, 1997	
THE HIGH-PERFORMING TEACHER	Canada	472502	March 12, 1997	