

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
Talaris Research Institute		02/03/2012	Nonprofit Corporation: WASHINGTON

**RECEIVING PARTY DATA**

Name:	Teaching Strategies, Inc.
Street Address:	7101 Wisconsin Avenue
Internal Address:	Suite 700
City:	Bethesda
State/Country:	MARYLAND
Postal Code:	20814
Entity Type:	CORPORATION: DISTRICT OF COLUMBIA

**PROPERTY NUMBERS Total: 8**

Property Type	Number	Word Mark
Serial Number:	85276109	BECAUSE PARENTING COUNTS
Registration Number:	3938609	PARENTING COUNTS
Registration Number:	3069361	PARENTING COUNTS
Registration Number:	3688698	PARENTING COUNTS
Registration Number:	3111254	PARENTING COUNTS
Registration Number:	3199511	PARENTING COUNTS
Registration Number:	3113800	PARENTING COUNTS
Registration Number:	3765617	EMOTION COACHING

**CORRESPONDENCE DATA**

Fax Number: (617)526-5000  
 Phone: 617-526-6448  
 Email: huelinh.tran@wilmerhale.com

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent*

**TRADEMARK**

OP \$215.00 85276109

*via US Mail.*

Correspondent Name: Michael J. Bevilacqua, Esq.  
Address Line 1: Wilmer Cutler Pickering Hale and DorrLLP  
Address Line 2: 60 State Street  
Address Line 4: Boston, MASSACHUSETTS 02109

ATTORNEY DOCKET NUMBER:	2202.475.123
NAME OF SUBMITTER:	Michael J. Bevilacqua
Signature:	/michael j. bevilacqua/
Date:	02/27/2012

**Total Attachments: 3**

source=TM Assignment#page1.tif

source=TM Assignment#page2.tif

source=TM Assignment#page3.tif

**TRADEMARK ASSIGNMENT**

Talaris Research Institute, a Washington nonprofit corporation having a place of business at 4000 NE 41st Street, Building G, Seattle, WA 98105 (the "Seller"), has used and is using the trademarks identified on Schedule A hereto and is the owner of the trademark applications and registrations identified on Schedule A hereto, including the goodwill of the business connected with the use of, and symbolized by, said marks.

For good and valuable consideration, the receipt of which is hereby acknowledged, the Seller hereby assigns to Teaching Strategies, Inc., a District of Columbia corporation having a place of business at 7101 Wisconsin Ave, Suite 700, Bethesda, MD 20814 (the "Buyer"), the entire right, title and interest in and to the trademark applications and registrations listed on Schedule A hereto and the trademarks which are the subjects thereof, including the goodwill of the business connected with the use of, and symbolized by, said marks.

The Seller further agrees, for itself, its successors and assigns, to execute such further documents and to perform such further lawful acts as may reasonably be requested by the Buyer to effectuate this assignment.

*[Remainder of page intentionally left blank]*

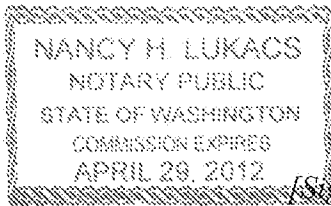
IN WITNESS WHEREOF, the Seller has caused this instrument to be duly executed under seal.

TALARIS RESEARCH INSTITUTE

By: Craig W Stewart  
Name: CRIG W STEWART  
Title: BOARD CHAIR

County of KING )  
State of WA )

Then personally appeared the above named BOARD CHAIR of the Seller and acknowledged the foregoing act to be his or her free act and deed, before me, this 30 day of February, 2012.





Nancy H. Lukacs  
Notary Public

My commission expires: 4/29/12

[Signature page to Trademark Assignment]

**Schedule A to Trademark Assignment**

Trademarks

<b><u>Trademark</u></b>	<b><u>Registered Owner</u></b>	<b><u>Serial No.</u></b>	<b><u>Filing Date</u></b>	<b><u>Registration No.</u></b>	<b><u>Registration Date</u></b>
BECAUSE PARENTING COUNTS	Talaris Research Institute	85276109	March 24, 2011	N/A	N/A
PARENTING COUNTS	Talaris Research Institute	77803070	August 12, 2009	3938609	March 29, 2011
PARENTING COUNTS	Talaris Research Institute	78462394	August 5, 2004	3069361	March 14, 2006
PARENTING COUNTS	Talaris Research Institute	77672295	February 17, 2009	3688698	September 29, 2009
PARENTING COUNTS	Talaris Research Institute	78488088	September 22, 2004	3111254	July 4, 2006
PARENTING COUNTS and design 	Talaris Research Institute	78501441	October 18, 2004	3199511	January 16, 2007
PARENTING COUNTS and design 	Talaris Research Institute	78501445	October 18, 2004	3113800	July 11, 2006
EMOTION COACHING	Talaris Research Institute	77723017	April 27, 2009	3765617	March 23, 2010