

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
Number Worlds Alliance, Inc.		01/07/2011	CORPORATION: NEW HAMPSHIRE
<b>RECEIVING PARTY DATA</b>			
Name:	The McGraw-Hill Companies, Inc.		
Street Address:	1221 Avenue of the Americas		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10020		
Entity Type:	CORPORATION: NEW YORK		
<b>PROPERTY NUMBERS Total: 1</b>			
Property Type	Number	Word Mark	
Registration Number:	3190119	NUMBER WORLDS	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	2129692900		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	212-969-3000		
Email:	trademark@proskauer.com		
Correspondent Name:	Jenifer deWolf Paine		
Address Line 1:	Proskauer Rose LLP		
Address Line 2:	Eleven Times Square		
Address Line 4:	New York, NEW YORK 10036-8299		
ATTORNEY DOCKET NUMBER:	51165-NUMBER WORLDS		
NAME OF SUBMITTER:	Jenifer deWolf Paine		
Signature:	/Jenifer deWolf Paine/		
Date:	09/28/2012		
Total Attachments: 1 source=Trademark Assignment for NUMBER WORLDS#page1.tif			

CH \$40.00 3190119

**TRADEMARK ASSIGNMENT**

**THIS ASSIGNMENT** is made as of the 7<sup>th</sup> day of January, 2011, by and between Number Worlds Alliance, Inc., a New Hampshire corporation with an address of 23 Newmarket Road, Durham NH 03824 ("Assignor") on the one hand, and The McGraw-Hill Companies, Inc., a New York corporation with an address of 1221 Avenue of the Americas, New York, NY 10020 ("Assignee") on the other hand.

**WHEREAS**, the Assignor is the owner of the trademark NUMBER WORLDS, including U.S. Trademark Reg. No. 3,190,119 therefore (the "Trademark");

**WHEREAS**, the Assignor wishes to sell and assign, and Assignee wish to purchase and assume, the Trademark;

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

1. Assignor hereby assigns to Assignee all right, title and interest in, to, and under the Trademark, including all registrations and applications therefor, together with the goodwill associated therewith.
2. The Assignor further grants to Assignee the right to recover damages and all other relief for all infringements of the Trademark that have occurred prior to the date of this Assignment with the right to sue for and collect the same, for Assignee's own use and enjoyment and for the use and enjoyment of its successors, assigns or other legal representatives, free and clear of all liens, claims, charges, security interests, and other encumbrances.

IN WITNESS WHEREOF, the parties have executed this Assignment as of the date first above written.

NUMBER WORLDS ALLIANCE, INC.

By: Sharon Griffin

Name: Sharon Griffin

Title: President

THE MCGRAW-HILL COMPANIES, INC.

By: Susan Winter

Name: Susan Winter

Title: Assistant Secretary