

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2012		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Classroom Connect, Inc.		12/27/2012	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Houghton Mifflin Harcourt Publishing Company		
Street Address:	222 Berkeley Street		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02116-3764		
Entity Type:	CORPORATION: MASSACHUSETTS		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	1977886	CLASSROOM CONNECT	
Registration Number:	2946513	CONNECTED EDUCATOR	
Registration Number:	2888385	CONNECTED TECH	
Registration Number:	2200511	ESCHOOL	
CORRESPONDENCE DATA			
Fax Number:	2122261995		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Email:	dmorales@yeellp.com, trademarks@yeellp.com		
Correspondent Name:	Derek Morales		
Address Line 1:	161 Avenue of the Americas		
Address Line 2:	Suite 1201		
Address Line 4:	New York, NEW YORK 10013		
ATTORNEY DOCKET NUMBER:	1704 - CLASS CONN MERGER		

OP \$115.00 1977886

NAME OF SUBMITTER:	Derek Morales
Signature:	/DM/
Date:	01/30/2013
Total Attachments: 4 source=Classroom Connect Merger doc#page1.tif source=Classroom Connect Merger doc#page2.tif source=Classroom Connect Merger doc#page3.tif source=Classroom Connect Merger doc#page4.tif	

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The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

FORM MUST BE TYPED

Articles of Merger

FORM MUST BE TYPED

**Involving Domestic Corporations,
Foreign Corporations or Foreign Other Entities**
(General Laws Chapter 156D, Section 11.06; 950 CMR 113.37)

Exact name, jurisdiction and date of organization of each party to the merger:

(1) EXACT NAME	(2) JURISDICTION	DATE OF ORGANIZATION
<u>Houghton Mifflin Harcourt Publishing Company</u>	<u>Massachusetts</u>	<u>05/18/1908</u>
<u>Classroom Connect, Inc.</u>	<u>Delaware</u>	<u>01/09/1997</u>

(3) The foreign corporation or other entity ☐ is /☒ is not* authorized to conduct business in the Commonwealth.

(4) Exact name of the surviving entity: Houghton Mifflin Harcourt Publishing Company

(5) Jurisdiction under the laws of which the surviving entity will be organized: Massachusetts

(6) The merger shall be effective at the time and on the date approved by the Division, unless a later effective date not more than 90 days from the date and time of filing is specified: 10:40 p.m., prevailing Eastern Time, 12/31/2012

(7-8) For each domestic corporation that is a party to the merger:**

(check appropriate box)

☒ The plan of merger was duly approved by the shareholders, and where required, by each separate voting group as provided by G.L. Chapter 156D and the articles of organization.

OR

☐ The plan of merger did not require the approval of the shareholders.

(9) Participation of each other domestic entity, foreign corporation, or foreign other entity was duly authorized by the law under which the other entity or foreign corporation is organized and by its organizational documents,

* Check appropriate box

** Provide this information for each domestic corporation separately

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(10) Attach any amendment to articles of organization of the surviving entity, where the survivor is a domestic business corporation.

(11) Attach the articles of organization of the surviving entity, where the survivor is a NEW domestic business corporation, including all the supplemental information required by 950 CMR 113.16.


(12) State the executive office address of the surviving foreign other entity if such information is not on the public record in the foreign jurisdiction: N/A

(number, street, city or town, state, zip code)

Signed by:  William Bayers
(signature of authorized individual)

- ☐ Chairman of the board of directors,
- ☐ President,
- ☒ Other officer,
- ☐ Court-appointed fiduciary,

on this 27th day of December, 2012

Signed by:  Linda Zecher
(signature of authorized individual)

- ☐ Chairman of the board of directors,
- ☒ President,
- ☐ Other officer,
- ☐ Court-appointed fiduciary,

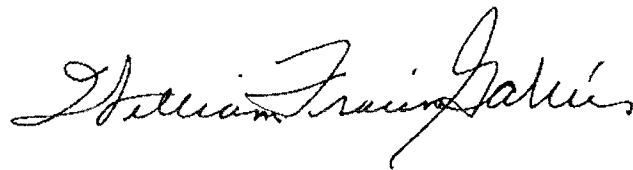
on this 27th day of December, 2012

THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are

deemed to have been filed with me on:

December 27, 2012 01:37 PM



WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

