

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2013		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
ADVANCED LEARNING CENTERS, INC. d/b/a THE LEADERSHIP AND LEARNING CENTER		12/31/2013	CORPORATION: WYOMING
RECEIVING PARTY DATA			
Name:	HOUGHTON MIFFLIN HARCOURT PUBLISHING COMPANY		
Street Address:	222 BERKELEY STREET		
City:	BOSTON		
State/Country:	MASSACHUSETTS		
Postal Code:	02116		
Entity Type:	CORPORATION: MASSACHUSETTS		
PROPERTY NUMBERS Total: 13			
Property Type	Number	Word Mark	
Registration Number:	3833145	THE LEADERSHIP AND LEARNING CENTER	
Registration Number:	3781124	UNWRAPPING THE STANDARDS	
Registration Number:	3774149	UNWRAPPING THE STANDARDS	
Registration Number:	3849095	VOCABULARY FOR ACADEMIC SUCCESS	
Serial Number:	77700204	COMMON FORMATIVE ASSESSMENTS	
Serial Number:	77700252	DATA TEAMS	
Serial Number:	77700232	DECISION MAKING FOR RESULTS	
Serial Number:	77858283	EFFECTIVE GRADING PRACTICES	
Serial Number:	77699397	ENGAGING CLASSROOM ASSESSMENTS	
Serial Number:	77699378	FIVE EASY STEPS	
Serial Number:	77836493	IMPLEMENTATION AUDIT	

CH \$340.00 3833145

Serial Number:	77848235	IMPLEMENTATION REVIEW
Registration Number:	3960012	LEADERSHIP MAPS

# CORRESPONDENCE DATA

Fax Number:

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

Email: jfanelly@paulweiss.com, dewilliams@paulweiss.com

Correspondent Name: Jimmy Fanelly

Address Line 1: 1285 Avenue of the Americas

Address Line 4: New York, NEW YORK 10019-6064

ATTORNEY DOCKET NUMBER:	19093-011
NAME OF SUBMITTER:	James J. Fanelly
Signature:	/James J. Fanelly/
Date:	01/07/2014

Total Attachments: 6

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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

Houghton Mifflin Harcourt Publishing Company Massachusetts 05/18/1908

Advanced Learning Centers, Inc. Wyoming 12/7/1992

doing business as The Leadership and Learning Center

(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: 11:59 p.m., prevailing Eastern Time, 12/31/2013

(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

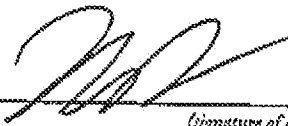
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- (10) Attach any amendment to articles of organization of the surviving entity, where the survivor is a domestic business corporation.
- (11) Attach the articles of organization of the surviving entity, where the survivor is a NEW domestic business 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 24th day of December, 2013

Signed by: \_\_\_\_\_

Linda Zacher

(signature of authorized individual)

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

on this 24th day of December, 2013

Signed by: William Bayers  
(signature of authorized individual)

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

on this 24th day of December, 2013

Signed by: Linda Zecher  
(signature of authorized individual)

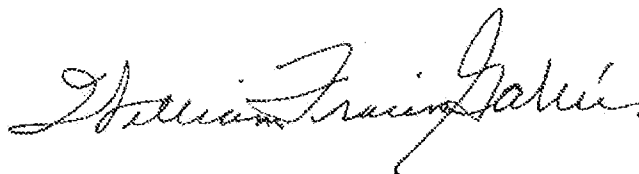
- ☐ Chairman of the board of directors,  
☒ President,  
☐ Other officer,  
☐ Court-appointed fiduciary,

on this 24th day of December, 2013

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 26, 2013 09:29 AM



WILLIAM FRANCIS GALVIN

*Secretary of the Commonwealth*

