

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															
<table border="1"> <thead> <tr> <th>Name</th> <th>Formerly</th> <th>Execution Date</th> <th>Entity Type</th> </tr> </thead> <tbody> <tr> <td>MCGRAW-HILL SCHOOL EDUCATION HOLDINGS LLC</td> <td></td> <td>01/14/2014</td> <td>LIMITED LIABILITY COMPANY: DELAWARE</td> </tr> </tbody> </table>				Name	Formerly	Execution Date	Entity Type	MCGRAW-HILL SCHOOL EDUCATION HOLDINGS LLC		01/14/2014	LIMITED LIABILITY COMPANY: DELAWARE				
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<table border="1"> <tr> <td>Name:</td> <td>McGraw-Hill Global Education Holdings LLC</td> </tr> <tr> <td>Street Address:</td> <td>Two Penn Plaza</td> </tr> <tr> <td>City:</td> <td>New York</td> </tr> <tr> <td>State/Country:</td> <td>NEW YORK</td> </tr> <tr> <td>Postal Code:</td> <td>10121</td> </tr> <tr> <td>Entity Type:</td> <td>LIMITED LIABILITY COMPANY: DELAWARE</td> </tr> </table>				Name:	McGraw-Hill Global Education Holdings LLC	Street Address:	Two Penn Plaza	City:	New York	State/Country:	NEW YORK	Postal Code:	10121	Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE
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PROPERTY NUMBERS Total: 1															
<table border="1"> <thead> <tr> <th>Property Type</th> <th>Number</th> <th>Word Mark</th> </tr> </thead> <tbody> <tr> <td>Registration Number:</td> <td>1264198</td> <td>TAKING SIDES</td> </tr> </tbody> </table>				Property Type	Number	Word Mark	Registration Number:	1264198	TAKING SIDES						
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Registration Number:	1264198	TAKING SIDES													
CORRESPONDENCE DATA															
<p>Fax Number: 9142880023 <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i></p> <p>Phone: 914.821.9072</p> <p>Email: tmdocket@leasonellis.com, dorman@leasonellis.com, clarke@leasonellis.com</p> <p>Correspondent Name: Karin Segall</p> <p>Address Line 1: One Barker Ave, Fifth Floor</p> <p>Address Line 4: White Plains, NEW YORK 10601</p>															
ATTORNEY DOCKET NUMBER:	05842/307424-US0														
NAME OF SUBMITTER:	Michelle Dorman														
Signature:	/michelle dorman/														
Date:	01/14/2014														
<p>Total Attachments: 1 source=Assignment#page1.tif</p>															

OP \$40.00 1264198

TRADEMARK ASSIGNMENT

WHEREAS, McGraw-Hill School Education Holdings LLC, a limited liability company organized and existing under the laws of the State of Delaware, with an address of Two Penn Plaza, New York, New York 10121 U.S.A. ("Assignor"), owns the following trademark registration:

<u>TRADEMARK</u>	<u>REGISTRAITON NO.</u>	<u>REGISTRATION DATE</u>
TAKING SIDES	1,264,198	January 17, 1984

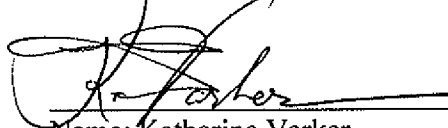
WHEREAS, McGraw-Hill Global Education Holdings LLC, a limited liability company organized and existing under the laws of the State of Delaware, with an address at Two Penn Plaza, New York, New York 10121 U.S.A. ("Assignee"), is desirous of acquiring said trademark registration and all associated goodwill in said trademark; and

WHEREAS, to the best of Assignor's knowledge no cancellation proceedings against the registration are pending and no other party makes a claim of ownership to said trademark.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to said trademark and registration therefor, together with the goodwill of the business symbolized by said trademark, and with all claims that could be asserted by Assignor arising out of or relating to the use or ownership of said trademark, including the right to damages, profits, due or accrued, arising out of past infringements of said trademark, and the right to sue and recover the same.

McGraw-Hill School Education Holdings LLC

Dated: January 14, 2014



Name: Katherine Varker

Position: Associate General Counsel