

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM318813

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/30/2005		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
COPP CLARK LIMITED		12/30/2005	CORPORATION:
RECEIVING PARTY DATA			
Name:	PEARSON CANADA INC.		
Street Address:	26 Prince Andrew Place		
City:	Toronto		
State/Country:	CANADA		
Postal Code:	M3C 2T8		
Entity Type:	CORPORATION: CANADA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1349355	MONEY DAY FINDER	
CORRESPONDENCE DATA			
Fax Number:	6172263801		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	617-226-3800		
Email:	igommerstadt@preti.com		
Correspondent Name:	Preti Flaherty		
Address Line 1:	Ten Post Office Square		
Address Line 4:	Boston, MASSACHUSETTS 02109		
ATTORNEY DOCKET NUMBER:	MJA-T004XX		
DOMESTIC REPRESENTATIVE			
Name:	Preti Flaherty		
Address Line 1:	Ten Post Office Square		
Address Line 4:	Boston, MASSACHUSETTS 02109		
NAME OF SUBMITTER:	Charles L. Gagnebin III		
SIGNATURE:	/Charles L. Gagnebin iii/		
DATE SIGNED:	10/02/2014		

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Total Attachments: 7

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4. The director(s) is/are:
Administrateur(s) :

First name, middle names and surname <i>Prénom, autres prénoms et nom de famille</i>	Address for services, giving street & No. or R.R. No., Municipality, Province, Country and Postal code. <i>Domicile élu, y compris la rue et le numéro ou le numéro de la R.R., le nom de la municipalité, la province, le pays et le code postal</i>	Resident Canadian State 'Yes' or 'No' <i>Résident canadien Oui/Non</i>
THOMAS A. MCKEE	199 BAY STREET, SUITE 2800, COMMERCE COURT WEST, TORONTO, ON M5L 1A9	Yes
WILLIAM A. BARKE	35 WILBUR ROAD LINCOLN, RHODE ISLAND, USA 02865	No

5. Check A or B
Cocher A ou B



A) The amalgamation agreement has been duly adopted by the shareholders of each of the amalgamating corporations as required by subsection 176 (4) of the *Business Corporations Act* on the date set out below.

A) Les actionnaires de chaque société qui fusionne ont dûment adopté la convention de fusion conformément au paragraphe 176(4) de la Loi sur les sociétés par actions à la date mentionnée ci-dessous.

or
ou



B) The amalgamation has been approved by the directors of each amalgamating corporation by a resolution as required by section 177 of the *Business Corporations Act* on the date set out below.

B) Les administrateurs de chaque société qui fusionne ont approuvé la fusion par voie de résolution conformément à l'article 177 de la Loi sur les sociétés par actions à la date mentionnée ci-dessous.

The articles of amalgamation in substance contain the provisions of the articles of incorporation of
Les statuts de fusion reprennent essentiellement les dispositions des statuts constitutifs de

and are more particularly set out in these articles.
et sont énoncés textuellement aux présents statuts.

Names of amalgamating corporations <i>Dénomination sociale des sociétés qui fusionnent</i>	Ontario Corporation Number <i>Numéro de la société en Ontario</i>	Date of Adoption/Approval <i>Date d'adoption ou d'approbation</i> Year / année Month / mois Day / jour
2088416 ONTARIO INC.	2088416	2005-Dec-30
PEARSON CANADA INC.	92892	2005-Dec-30
COPP CLARK LIMITED	1356091	2005-Dec-30
GPCL (CANADA) LIMITED	450124	2005-Dec-30
PEARSON PENGUIN CANADA INC.	1508018	2005-Dec-30
WHITEHALL MINING COMPANY LIMITED	1681576	2005-Dec-30

6. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise.
Limites, s'il y a lieu, imposées aux activités commerciales ou aux pouvoirs de la société.

None.

7. The classes and any maximum number of shares that the corporation is authorized to issue:
Catégories et nombre maximal, s'il y a lieu, d'actions que la société est autorisée à émettre :

The Corporation is authorized to issue an unlimited number of shares of one class designated as common shares.

8. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors authority with respect to any class of shares which may be issued in series:
Droits, privilèges, restrictions et conditions, s'il y a lieu, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions qui peut être émise en série :

Not applicable.

9. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows:
L'émission, le transfert ou la propriété d'actions est/n'est pas restreint. Les restrictions, s'il y a lieu, sont les suivantes :

No share or shares in the capital of the Corporation shall be transferred without the consent of either (a) a majority of the directors of the Corporation expressed by a resolution passed at a meeting of the board of directors or by an instrument or instruments in writing signed by a majority of the directors; or (b) the holders of at least 51% of the outstanding common shares of the Corporation expressed by a resolution passed at a meeting of such shareholders or by an instrument or instruments in writing signed by the holders of at least 51% of the outstanding common shares of the Corporation.

10. Other provisions, (if any):
Autres dispositions, s'il y a lieu :

Limitation on Number of Shareholders

The number of shareholders of the Corporation, exclusive of persons who are in its employment and exclusive of persons who, having been formerly in the employment of the Corporation, were, while in that employment, and have continued after the termination of that employment to be, shareholders of the Corporation, is limited to 50, two or more persons who are the joint registered owners of one or more shares being counted as one shareholder.

No Public Distribution

Any invitation to the public to subscribe for securities of the Corporation is prohibited.

11. The statements required by subsection 178(2) of the *Business Corporations Act* are attached as Schedule "A".
Les déclarations exigées aux termes du paragraphe 178(2) de la Loi sur les sociétés par actions constituent l'annexe A.
12. A copy of the amalgamation agreement or directors' resolutions (as the case may be) is/are attached as Schedule "B".
Une copie de la convention de fusion ou les résolutions des administrateurs (selon le cas) constitue(nt) l'annexe B.

These articles are signed in duplicate.
 Les présents statuts sont signés en double exemplaire.

Names of the amalgamating corporations and signatures and descriptions of office of their proper officers.
 Dénomination sociale des sociétés qui fusionnent, signature et fonction de leurs dirigeants régulièrement désignés.

2088416 ONTARIO INC.

By: 
 Name: Allan T. Reynolds
 Title: President

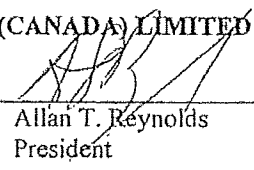
PEARSON CANADA INC.

By: 
 Name: Allan T. Reynolds
 Title: President

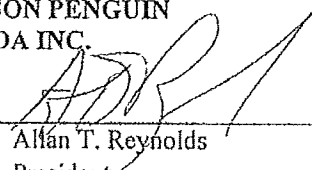
COPP CLARK LIMITED

By: 
 Name: Allan T. Reynolds
 Title: President

GPCL (CANADA) LIMITED

By: 
 Name: Allan T. Reynolds
 Title: President

**PEARSON PENGUIN
 CANADA INC.**

By: 
 Name: Allan T. Reynolds
 Title: President

**WHITEHALL MINING COMPANY
 LIMITED**

By: 
 Name: Allan T. Reynolds
 Title: President