

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM402307

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Redbird Advanced Learning, LLC		09/30/2016	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	McGraw-Hill School Education, LLC		
Street Address:	2 Penn Plaza		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10121		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	4690659	EPGY	
Registration Number:	4690658	EDUCATION PROGRAM FOR GIFTED YOUTH	
Registration Number:	4660525	REDBIRD ADVANCED LEARNING	
Registration Number:	4660527		
Registration Number:	4660528	REDBIRD ADVANCED LEARNING	
Registration Number:	4852227	REDBIRD MATHEMATICS	
CORRESPONDENCE DATA			
Fax Number:	2039054520		
<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:	2039054520		
Email:	dawn.rudenko@hklaw.com		
Correspondent Name:	Dawn Rudenko		
Address Line 1:	263 Tresser Boulevard, One Stamford Plaz		
Address Line 2:	Suite 1400		
Address Line 4:	Stamford, CONNECTICUT 06901		
NAME OF SUBMITTER:	Dawn Rudenko		
SIGNATURE:	/Dawn Rudenko/		
DATE SIGNED:	10/18/2016		

OP \$165.00 4690659

Total Attachments: 3

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TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT is dated as of September 30, 2016.

WHEREAS, Redbird Advanced Learning, LLC, a Delaware limited liability company (“Assignor”), has adopted, acquired, used and are using, in a substantially exclusive and continuous manner in its business, the trademarks listed on Exhibit A attached hereto and made a part hereof (the “Trademarks”); and

WHEREAS, McGraw-Hill School Education, LLC, a Delaware limited liability company (“Assignee”), is desirous of acquiring all right, title and interest in and to said Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign, transfer and convey unto Assignee, its successors and assigns, all of its right, title and interest, whether statutory or at common law, in and to the Trademarks, together with all the goodwill of the business symbolized by the Trademarks in the United States and all countries throughout the world, and together with the right to sue and collect damages and/or profits for past infringements of the Trademarks, the intent hereof being to substitute Assignee in the place of Assignor.

Assignor further authorizes the Commissioner of Patents and Trademarks of the United States whose duty it is to record trademark registrations, applications and title thereto, to record the Trademarks and title thereto as the property of Assignee, its successors, legal representatives and assigns in accordance with the terms of this Agreement.

Assignor further agrees to execute such further documents as may be reasonably required to record Assignee as the owner of the Trademarks and registrations and applications herein assigned, solely at the cost of Assignee.

This Trademark Assignment may be manually signed and delivered by facsimile transmission or PDF file, which shall be deemed to constitute a signed original and shall bind the party signing and delivering in such manner.

[Signature page follows.]

IN WITNESS WHEREOF, the party below has caused this instrument to be signed by a duly authorized representative as of the date first written above.

ASSIGNOR:

REDBIRD ADVANCED LEARNING, LLC

By: *Matthew Mugo Fields*
Name: Matthew Mugo Fields
Title: CEO

STATE OF _____ }
 } ss
COUNTY OF _____ }

On this _____ day of _____, 2016, before me personally appeared _____ to me personally known, who, being duly sworn, did say that s/he is the _____ of Redbird Advanced Learning, LLC and that s/he duly executed the foregoing instrument for and on behalf of Redbird Advanced Learning, LLC being duly authorized to do so and that said individual acknowledged said instrument to be the free act and deed of said company.

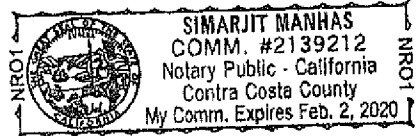
Notary Public
Commission Expires:

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California County of Alameda ss.
On 09/29/2016 before me, Simarjit Manhas, Notary Public, personally appeared Matthew Mugo Fields who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument. I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct. WITNESS my hand and official seal.





Simarjit Manhas
SIMARJIT MANHAS



Trademark Assignment

Exhibit A
List of Trademarks

Country	Owner	Trademark Name	Status	File Date	Reg. No.	Reg. Date
US	RedBird Advanced Learning LLC	EPGY	Registered	18-Jul-2013	4690659	24-Feb-2015
US	RedBird Advanced Learning LLC	Education Program for Gifted Youth	Registered	18-Jul-2013	4690658	24-Feb-2015
US	RedBird Advanced Learning LLC		Registered	18-Jul-2013	4660525	23-Dec-2014
US	RedBird Advanced Learning LLC		Registered	19-Jul-2013	4660527	23-Dec-2014
US	RedBird Advanced Learning LLC	Redbird Advanced Learning	Registered	19-Jul-2013	4660528	23-Dec-2014
US	RedBird Advanced Learning LLC	Redbird Mathematics	Registered	12-Aug-2014	4852227	10-Nov-2015