

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM529109

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
NCS Pearson, Inc.		03/26/2019	Corporation: Minnesota
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	US Learning Services, LLC		
<b>Street Address:</b>	221 River Street		
<b>City:</b>	Hoboken		
<b>State/Country:</b>	NEW JERSEY		
<b>Postal Code:</b>	07030		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 7</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3696714	A+RISE	
<b>Registration Number:</b>	2776130	KNOWLEDGEBOX	
<b>Registration Number:</b>	2302724	MATH CORNER	
<b>Registration Number:</b>	3702760	STANDARDS2STRATEGY	
<b>Registration Number:</b>	1859063	SUCCESSMAKER	
<b>Registration Number:</b>	5044117	SUCCESSMAKER	
<b>Registration Number:</b>	2049405	MATH INVESTIGATIONS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>			
<b>Phone:</b>	9526813455		
<b>Email:</b>	docket.trademarks@pearson.com		
<b>Correspondent Name:</b>	Alisa Key, Senior Counsel		
<b>Address Line 1:</b>	NCS Pearson, Inc.		
<b>Address Line 2:</b>	5601 Green Valley Drive		
<b>Address Line 4:</b>	Bloomington, MINNESOTA 55437		
<b>ATTORNEY DOCKET NUMBER:</b>	PROJECT TRIO -NCS to USLS		
<b>NAME OF SUBMITTER:</b>	Alisa Key, Senior Counsel		
<b>SIGNATURE:</b>	/Alisa Key/		

OP \$190.00 3696714

<b>DATE SIGNED:</b>	06/25/2019
<b>Total Attachments: 3</b> source=2019-03-26 Confirmatory Trademark Assignment - NCS Pearson Inc to US Learning Services (1)#page1.tif source=2019-03-26 Confirmatory Trademark Assignment - NCS Pearson Inc to US Learning Services (1)#page2.tif source=2019-03-26 Confirmatory Trademark Assignment - NCS Pearson Inc to US Learning Services (1)#page3.tif	

CONFIRMATORY TRADEMARK ASSIGNMENT

March 26, 2019

This Confirmatory Trademark Assignment is made by and between NCS Pearson, Inc., a Minnesota corporation ("Assignor"), and US Learning Services LLC, a Delaware limited liability company ("Assignee").

WHEREAS, by separate instrument executed on December 14, 2018, Assignor contributed, assigned, transferred, conveyed and delivered to Assignee all of its right, title and interest in and to the trademarks set forth on Schedule A hereto (the "Marks"), together with the goodwill associated with such Marks.

WHEREAS this assignment document is being executed to confirm in writing the earlier transfer of the Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby confirms having contributed, assigned, transferred, conveyed, and delivered to Assignee all of Assignor's right, title and interest in and to the Marks, together with the goodwill associated with such Marks.


Assignor hereby authorizes and requests the United States Patent and Trademark Office Commissioner for Trademarks to record Assignee as the owner of any and all of Assignor's rights in the Marks and to issue to Assignee any and all renewals of trademark registrations and service mark registrations of said Marks.

[Signature Page Follows]

IN WITNESS WHEREOF, the Assignor has executed this Confirmatory  
Trademark Assignment effective as of the date first above written.

ASSIGNOR:

NCS PEARSON, INC.

By: 

Name: Andrew Siclari

Title: Vice President

# Schedule A

Mark	Country	App. No.	App. Date	Reg. No.	Reg. Date
A+RISE	United States of America	77/501328	6/17/2008	3696714	10/13/2009
KNOWLEDGEBOX	United States of America	76101464	1/24/2000	2776130	10/21/2003
MATH CORNER	United States of America	75/415402	1/8/1998	2302724	12/21/1999
MATH INVESTIGATIONS	United States of America	74/497030	3/4/1994	2049405	4/1/1997
STANDARDS2STRATEGY	United States of America	77/501331	6/17/2008	3702760	10/27/2009
SUCCESSMAKER	United States of America	74/283638	6/10/1992	1859063	10/18/1994
SUCCESSMAKER	United States of America	86803944	10/29/2015	5044117	9/20/2016