

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM665714

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER AND CHANGE OF NAME
<b>EFFECTIVE DATE:</b>	01/01/2020

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
MCGRAW - HILL GLOBAL EDUCATION HOLDINGS, LLC		12/20/2019	Limited Liability Company: DELAWARE

**NEWLY MERGED ENTITY DATA**

Name	Execution Date	Entity Type
MCGRAW - HILL SCHOOL EDUCATION HOLDINGS LLC	12/20/2019	Limited Liability Company: DELAWARE

**MERGED ENTITY'S NEW NAME (RECEIVING PARTY)**

<b>Name:</b>	MCGRAW HILL LLC
<b>Street Address:</b>	1325 Avenue of the Americas
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10019
<b>Entity Type:</b>	Limited Liability Company: DELAWARE

**PROPERTY NUMBERS Total: 25**

Property Type	Number	Word Mark
<b>Registration Number:</b>	2131605	MIDDLE SCHOOL MATH WITH PIZZAZZ
<b>Registration Number:</b>	2267132	CLASSROOM IMPACT
<b>Registration Number:</b>	1543315	EZ-TEST
<b>Registration Number:</b>	0873742	DLM
<b>Registration Number:</b>	0876561	COMPUSCAN
<b>Registration Number:</b>	1102101	PALMER METHOD
<b>Registration Number:</b>	1264047	DLM
<b>Registration Number:</b>	1475902	CREATIVE PUBLICATIONS
<b>Registration Number:</b>	1956340	CURRICULUM BUILDER
<b>Registration Number:</b>	2162380	SUNSHINE
<b>Registration Number:</b>	2163333	
<b>Registration Number:</b>	2179902	PAWS

CH \$640.00 2131605

Property Type	Number	Word Mark
Registration Number:	2190976	ALGEBRA LAB GEAR
Registration Number:	2190977	ALGEBRA LAB
Registration Number:	2196963	
Registration Number:	2203480	
Registration Number:	2223525	PAWS
Registration Number:	2223777	
Registration Number:	2236974	THE WRIGHT GROUP
Registration Number:	2246651	BREAKTHROUGH TO LITERACY
Registration Number:	2283272	EMERGENT EARLY FLUENCY FLUENCY TWG
Registration Number:	2283290	EMERGENT EARLY FLUENCY FLUENCY
Registration Number:	2283291	EMERGENT EARLY FLUENCY FLUENCY
Registration Number:	2298217	SMART STRANDS
Registration Number:	4384512	ONBOARD

**CORRESPONDENCE DATA**

**Fax Number:**

*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.*

**Phone:** 212-728-8000  
**Email:** ipdept@willkie.com  
**Correspondent Name:** Kelsie Kelly  
**Address Line 1:** 787 Seventh Avenue  
**Address Line 4:** New York, NEW YORK 10019

<b>NAME OF SUBMITTER:</b>	Kelsie Kelly
<b>SIGNATURE:</b>	/Kelsie Kelly/
<b>DATE SIGNED:</b>	08/06/2021

**Total Attachments: 3**  
source=MCGRRAW HILL LLC - Certificate of Merger#page1.tif  
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source=MCGRRAW HILL LLC - Certificate of Merger#page3.tif

# Delaware

The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"MCGRAW-HILL GLOBAL EDUCATION, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"MCGRAW-HILL SCHOOL EDUCATION HOLDINGS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"MCGRAW-HILL GLOBAL EDUCATION HOLDINGS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"ENGRADE, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"MCGRAW-HILL EDUCATION VENTURES LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"MCGRAW-HILL SCHOOL EDUCATION INTERMEDIATE HOLDINGS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"MCGRAW-HILL GLOBAL EDUCATION MEXICO HOLDINGS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"MCGRAW-HILL SCHOOL EDUCATION VENTURES, LLC", A DELAWARE LIMITED LIABILITY COMPANY,



  
Jeffrey W. Bullock, Secretary of State

5276389 8100M  
SR# 20198910122

Authentication: 204317250  
Date: 12-30-19

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

**TRADEMARK**  
**REEL: 007382 FRAME: 0398**

# Delaware

The First State

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WITH AND INTO "MCGRAW-HILL SCHOOL EDUCATION LLC" UNDER THE  
NAME OF "MCGRAW HILL LLC", A LIMITED LIABILITY COMPANY ORGANIZED  
AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS  
RECEIVED AND FILED IN THIS OFFICE ON THE THIRTIETH DAY OF  
DECEMBER, A.D. 2019, AT 11:08 O`CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF  
THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY,  
A.D. 2020 AT 12:01 O`CLOCK A.M.



  
Jeffrey W. Bullock, Secretary of State

5276389 8100M  
SR# 20198910122

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 204317250  
Date: 12-30-19

**TRADEMARK**  
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STATE OF DELAWARE  
CERTIFICATE OF MERGER OF  
DOMESTIC LIMITED LIABILITY COMPANIES

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act, the undersigned Delaware limited liability company does hereby certify that:

1. The names of the constitute companies participating in the merger (the "Merger"), each of which is a Delaware limited liability company, are as follows:

McGraw-Hill Global Education Holdings, LLC  
McGraw-Hill Global Education, LLC  
McGraw-Hill Global Education Mexico Holdings, LLC  
McGraw-Hill Education Ventures LLC  
McGraw-Hill School Education Intermediate Holdings, LLC  
McGraw-Hill School Education Holdings, LLC  
McGraw-Hill School Education LLC  
McGraw-Hill School Education Ventures, LLC  
Engrade, LLC

2. An Agreement of Merger has been approved and executed by each of the constituent companies participating in the Merger.

3. The surviving company of the Merger shall be McGraw-Hill School Education LLC.

4. Upon the Merger, section "FIRST" of the certificate of formation of McGraw-Hill School Education LLC shall be amended to read as follows: "FIRST: The name of the limited liability company is McGraw Hill LLC."

5. The Merger is to become effective at 12:01 a.m. on January 1, 2020.

6. A copy of the Agreement of Merger is on file at the place of business of the surviving company, at 2 Penn Plaza, 20<sup>th</sup> Floor, New York, New York 10121.

7. A copy of the Agreement of Merger will be furnished by the surviving company, on request and without cost, to any member of any of any constituent company participating in the Merger.

IN WITNESS WHEREOF, the company that will be the surviving company of the Merger has caused this Certificate of Merger to be executed by an authorized officers on the 20<sup>th</sup> day of December, 2019.

MCGRAW-HILL SCHOOL EDUCATION LLC

By: 

Garet Guthrie, Chief Financial Officer

State of Delaware

Secretary of State

Division of Corporations

Delivered 11:08 AM 12/30/2019

FILED 11:08 AM 12/30/2019

SR 20198910122 - File Number: 5276389

RECORDED: 08/06/2021

TRADEMARK  
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