

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM782391

SUBMISSION TYPE:	RESUBMISSION		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
RESUBMIT DOCUMENT ID:	900737839		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Houghton Mifflin Harcourt Publishing Company		10/01/2021	Corporation: MASSACHUSETTS
RECEIVING PARTY DATA			
Name:	Heinemann, a Division of Greenwood Publishing Group, LLC		
Street Address:	145 Maple Avenue, Suite 300		
City:	Portsmouth		
State/Country:	NEW HAMPSHIRE		
Postal Code:	03801		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	3370489	DO THE MATH	
Registration Number:	1752477	MATH BY ALL MEANS	
Registration Number:	2772767	LESSONS FOR ALGEBRAIC THINKING	
Registration Number:	2841997	TEACHING ARITHMETIC	
Registration Number:	3049833	THE MARILYN BURNS FRACTION KIT	
CORRESPONDENCE DATA			
Fax Number:	6173515000		
<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:	617-351-3028		
Email:	Vicki.Garbe@hnhco.com		
Correspondent Name:	Chris Engebretson		
Address Line 1:	125 High Street		
Address Line 4:	Boston, MASSACHUSETTS 02110		
NAME OF SUBMITTER:	Amy Duncan		
SIGNATURE:	/Amy Duncan/		
DATE SIGNED:	01/25/2023		

Total Attachments: 2

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EXHIBIT D

Trademark Assignment

THIS TRADEMARK ASSIGNMENT (this "Assignment") is executed as of October 1, 2021 by Houghton Mifflin Harcourt Publishing Company, a Massachusetts corporation ("HMH"), for the benefit of Heinemann, a division of Greenwood Publishing Group LLC, a Delaware limited liability company ("Heinemann").

RECITALS

WHEREAS, as of October 1, 2021, HMH and Heinemann entered into an Assignment and License Agreement (the "Agreement"); and

NOW, THEREFORE, in consideration of the covenants and agreements contained in this Assignment and the Agreement and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, HMH, by its execution of this Assignment, and Heinemann, by its acceptance of this Assignment, agree as follows:

1. Assignment. HMH hereby assigns to Heinemann all of HMH's right, title and interest in and to all trademarks, trademark registrations, trademark applications, and trade names set forth on Schedule A, including the goodwill of the business connected with the use of, and symbolized by, said marks.

2. Governing Law. This Assignment and all claims or causes of action (whether in contract or tort) that may be based upon, arise out of or relate to this Assignment shall be governed by and construed in accordance with the internal laws of the State of Delaware without giving effect to any choice or conflict of law provision or rule (whether of the State of Delaware or any other jurisdiction) that would cause the application of laws of any jurisdiction other than those of the State of Delaware.

IN WITNESS WHEREOF, HMH has caused this Trademark Assignment to be duly executed and delivered as of the date first above written.

**HOUGHTON MIFFLIN HARCOURT
PUBLISHING COMPANY**

DocuSigned by:
By: Amy L. Dunkin
Name: Amy L. Dunkin
Title: EVP & General Manager, Services

SCHEDULE A TO TRADEMARK ASSIGNMENT

REGISTERED TRADEMARK	REGISTRATION NUMBER
DO THE MATH	3,370,489
MATH BY ALL MEANS	1,752,477
LESSONS FOR ALGEBRAIC THINKING	2,772,767
TEACHING ARITHMETIC	2,841,997
THE MARILYN BURNS FRACTIONS KIT	3,049,833