



To the Honorable Commissioner of

101806014

Attached original documents or copy thereof.

1. Name of conveying party(ies)

Advanced Instructional Materials, Inc.

8-6-01

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State - Massachusetts
- Other

Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies)

Name: GREAT SOURCE EDUCATION GROUP, INC.

Internal Address:  
 Street Address: 181 Ballardvale Street  
 City: Wilmington State: MA Zip: 01887

- Individual(s) Citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State - Delaware
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No

(Designations must be a separate document from assignment)  
Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other

Execution Date: July 26, 2001

4. Application number(s) or patent number(s):

A. Trademark Application No.(s) 76/224,255                      B. Trademark Registration No.(s)

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Weingarten, Schurgin, Gagnebin & Hayes LLP  
 Ten Post Office Square  
 Boston, Massachusetts 02109

6. Total number of applications and registrations involved: [ 1 ]

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

08/09/2001 TBIAZ1 00000142 76224255  
 01 FC:481 40.00 OP

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Name of Person Signing Stanley M. Schurgin

Signature

Date August 1, 2001

Total number of pages including cover sheet, attachments, and document: [2]

A S S I G N M E N T

WHEREAS ADVANCED INSTRUCTIONAL MATERIALS, INC. a Massachusetts corporation, having a principal place of business at 100 Cummings Center, #146Q, Beverly, MA 01915 (hereinafter Assignor), is desirous of conveying the aforesaid trademark;

Application No.                   76/224,255  
 Filing Date                     March 13, 2001  
 Trademark                       **MORE THAN JUST TEACHING TO THE TEST**

WHEREAS GREAT SOURCE EDUCATION GROUP, INC., a Delaware corporation, having a principal place of business at 181 Ballardvale Street, Wilmington, MA 01887 (hereinafter Assignee), is desirous of acquiring the aforesaid trademark;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, assign and transfer to the Assignee, its successors and assigns, the entire right, title and interest throughout the United States, its territories and all foreign countries in and to the aforesaid trademark and all United States and foreign registrations and applications for registration therefor, together with the good will of the business with which such mark is used, such registrations as may result from such applications, and all renewals and extensions thereof, together with all rights of action and recover for past infringement thereof.

IN WITNESS WHEREOF, Assignor has caused this assignment to be executed by its duly authorized officer this 26th day of July, 2001.

ADVANCED INSTRUCTIONAL  
 MATERIALS, INC.

By: Robert D. Shepherd

Title: President