

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
-------------------------	----------------

NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
------------------------------	--

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Riverdeep Interactive Learning Limited		09/21/2001	CORPORATION: IRELAND

RECEIVING PARTY DATA	
Name:	Hach Associates, Inc.
Street Address:	411 West Fourth Street
City:	Winston-Salem
State/Country:	NORTH CAROLINA
Postal Code:	27101
Entity Type:	CORPORATION: NORTH CAROLINA

PROPERTY NUMBERS Total: 3	
Property Type	Number
Registration Number:	1790901
Registration Number:	1864543
Registration Number:	2294751

CORRESPONDENCE DATA	
Fax Number:	(336)607-7500
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	336-607-7361
Email:	wstrademarks@kilpatrickstockton.com
Correspondent Name:	Samantha G. Steffen, Esq.
Address Line 1:	1001 West Fourth Street
Address Line 4:	Winston-Salem, NORTH CAROLINA 27101

ATTORNEY DOCKET NUMBER:	12796/142942
--------------------------------	--------------

NAME OF SUBMITTER:	Samantha G. Steffen, Esq.
---------------------------	---------------------------

Total Attachments: 3
 source=HatchAssignment1.tif

OP \$90.00 1790901

source=HatchAssignment2.tif
source=HatchAssignment3.tif

EXHIBIT B

ASSIGNMENT OF TRADEMARKS

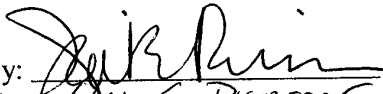
WHEREAS, HACH ASSOCIATES, INC., a [North Carolina] corporation ("Assignee"), is desirous of acquiring all right, title and interest in and to the Trademark rights, registrations, and applications identified in Schedule I attached hereto, including all common law and statutory trademark and service mark rights related to the trademarks represented by said rights, registrations, or applications, together with all goodwill symbolized thereby and connected therewith; and

WHEREAS, [Riverdeep Group Plc and its subsidiaries and affiliates, including but not limited to Riverdeep, Inc., a Delaware corporation having a principal place of business at 125 Cambridge Park Drive, Cambridge, MA 02140, Riverdeep Interactive Learning Limited, and Edmark Corporation (collectively, "Riverdeep")]("Assignor"), owns said rights, registrations, and applications, and said rights related thereto, including the common law and statutory rights and goodwill relating to said trademarks and symbolized thereby.

NOW, THEREFORE, for and in consideration of the sum of One Dollar (\$1) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns, transfers and conveys unto Assignee the Trademark rights, registrations, and applications identified in Schedule I attached hereto, together with all common law and statutory rights, titles and interests in and to said trademarks and said rights, registrations, and applications, together with the goodwill of the business connected with the use, of, and symbolized by the trademarks and all goodwill relating to the trademarks, in the United States of America and its territories and in all foreign countries, and all rights of registration, maintenance, renewal and protection of said trademarks in any form, and including all rights of recovery and legal action for past infringements and of opposition and/or cancellation proceedings for protection of said trademarks of said registrations and applications, and any and all claims, suits or litigation with respect to any of the foregoing. And Assignor agrees to execute any instruments and to perform any acts which may be necessary to fully effectuate and record this Assignment.

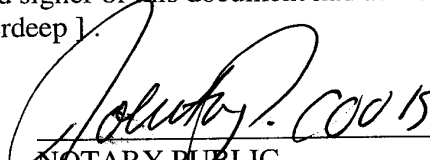
IN WITNESS WHEREOF, Gail E. Pierson, as President of [Riverdeep] has duly executed this Assignment of Trademarks on this 21st day of September, 2001.

[RIVERDEEP]

By: 
Name: GAIL E. PIERSON
Title: PRESIDENT & CEO

COMMONWEALTH OF MASSACHUSETTS)
)
COUNTY OF Middlesex) SS


Sworn and subscribed to before me on this 21st day of September 2001 with the acknowledgement that the above identified signer of this document had authority to execute this instrument on behalf of [Riverdeep].

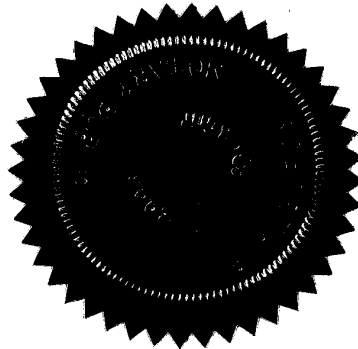


NOTARY PUBLIC

Commission Expires: 7/15/05

ASSIGNEE:
Hach Associates, Inc.

By 
Name: Robert D. Gristman
Title: President



SCHEDULE I

Trademarks

I. Specific U.S. Federal Trademark Registrations

- a. "Kid Desk" Serial No. 74259829
 Registration No. 1790901
 Registration Date: August 31, 1993.

- b. "Kid-Safe Sites" Serial No. 75460003
 Registration No. 2294751
 Registration Date: November 23, 1999

- c. "Kid Desk and design" Serial No. 74356093
 Registration No. 1864543
 Registration Date: November 29, 1994

II. Other Trademarks and Trademark Registrations

- a. Any trademark, registered or unregistered, directly related to the Assigned Software, including without limitation: "Kid Desk Family Edition," "Kid Desk Internet," and Japanese Trademark Registration Number 3,276,643 (for KID DESK).

- b. Trademarks specifically excluded from II.a. consist of "Edmark" and "Ignite the Curious Mind."