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Form PTO-1594

(Rev. 10/02)

OMB No. 0651-0027 (exp. 6/30/2005)

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S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

SMARTHINKING, Inc.

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

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

3. Nature of conveyance:

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

Execution Date: 06/06/2001

2. Name and address of receiving party(ies)

Name: Reed Elsevier Inc.

Internal Address: c/o LexisNexis

Street Address: 9443 Springboro Pike

City: Miamisburg State: OH Zip: 45342

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,436,894
for "IT'S HOW YOU KNOW"

Additional number(s) attached Yes No

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

Name: Katherine M. DuBray, Esq.

Internal Address: Fulbright & Jaworski L.L.P.

Street Address: 801 Pennsylvania Avenue, N.W.

City: Washington State: DC Zip: 20004

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:

DO NOT USE THIS SPACE

9. Signature.

Katherine M. DuBray
Name of Person Signing

Katherine M. DuBray
Signature

April 16, 2003
Date

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

OFFICE OF THE COMMISSIONER OF PATENTS AND TRADEMARKS
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04/21/2003 ECD/PER 00000078 2436894

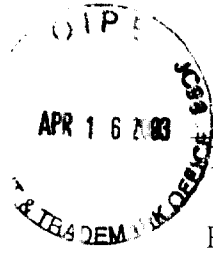
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Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002715 FRAME: 0803

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE



Trademark: IT'S HOW YOU KNOW

Registration No: 2,436,894

Registrant: Smarthinking, Inc.
1819 H. Street
Suite 500
Washington, DC 20006

TRANSMITTAL LETTER

Box Assignment
Director - U.S. Patent & Trademark Office
Washington, DC 20231

Sirs:

Attached hereto for filing in the above-referenced trademark application are the following:

1. Recordation Form Cover Sheet;
2. Assignment for Registration No. 2,436,894
3. A check in the amount of \$40.00 to cover filing fee.

The Commissioner is hereby authorized to charge any additional fees associated with this filing, or credit any overpayments, to Deposit Account No. 06-2375, Order No. LEXS:159:103070843. A duplicate copy of this transmittal letter is attached for accounting purposes.

Respectfully submitted,

April 16, 2003
Date

Katherine M. DuBray
Katherine M. DuBray

FULBRIGHT & JAWORSKI L.L.P.
801 Pennsylvania Avenue, N.W.
Washington, D.C. 20004-2615
(202) 662-0200

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

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