

02-12-2004

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



102667629

Original documents or copy thereof.

1. Name of conveying party(ies): Reed Elsevier Inc.

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other Assignment Nunc Pro Tunc

Execution Date: 04/01/2003

2. Name and address of receiving party(ies)

Name: Harcourt, Inc. Internal Address:

Street Address: 6277 Sea Harbor Drive City: Orlando State: FL Zip: 32887

- 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2595786

Additional number(s) attached Yes No

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

Name: Renee Simonton

Internal Address: Reed Elsevier Intellectual

Property

Street Address: 1105 North Market Street

NINTH FLOOR

City: Wilmington State: DE Zip: 19801

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:

502034

DO NOT USE THIS SPACE

9. Signature.

RENEE SIMONTON

Name of Person Signing

Signature

Date 01/06/2004

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

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

02/11/2004 01 FC:8521

**NUNC PRO TUNC TRADEMARK ASSIGNMENT**

WHEREAS, Reed Elsevier Inc., a Massachusetts corporation (hereinafter referred to as "Reed Elsevier"), having a place of business located at 275 Washington Street, Newton, Massachusetts 02458, has adopted, used or is using the trademarks as set forth in attached Schedule A and has filed and/or registered the marks in the United States Patent and Trademark Office (hereinafter referred to as the "Trademarks");

WHEREAS, Harcourt, Inc., a Delaware corporation (hereinafter referred to as "Harcourt"), having a place of business located at 6277 Sea Harbor Drive, Orlando, Florida 32887, desired to acquire all right, title and interest in and to the Trademarks, including any choses in action relating to said Trademarks, together with the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof set forth on the attached Schedule A; and

WHEREAS, it is desired that the assignment of the Trademarks listed on the attached Schedule A be made a matter of record in the United States Patent and Trademark Office.

NOW, THEREFORE, for good and valuable consideration, the full receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, Reed Elsevier as of December 31, 2002 hereby assigned, transferred and conveyed unto Harcourt all of its right, title and interest, whether statutory or common law, in and to the aforesaid Trademarks, including any choses in action relating to said Trademarks, claims for damages, profits and costs, both in equity and law, for any infringement or infringements of said Trademarks rights accruing on or before December 31, 2002, together with the goodwill of the business symbolized by the Trademarks, and including the applications and registrations thereof as set forth on attached Schedule A, and further, covenanted, agreed and undertook to execute, whenever requested by Harcourt, all applications,



EXHIBIT A

**Mark**                      **Registration Number**

ON DECK                      2595786