

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Assignment of Trademark Security Agreement		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
The Bank of New York Mellon	FORMERLY The Bank of New York	07/22/2008	CORPORATION: NEW YORK
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	BEAR STEARNS CORPORATE LENDING, INC.		
<b>Street Address:</b>	383 Madison Avenue		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10179		
<b>Entity Type:</b>	CORPORATION: NEW YORK		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2903582	HAIGHTS CROSS COMMUNICATIONS	
Registration Number:	2863082	HAIGHTS CROSS COMMUNICATIONS	
Registration Number:	2729861		
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(617)856-8201		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	617-856-8145		
<b>Email:</b>	ip@brownrudnick.com		
<b>Correspondent Name:</b>	Mark S. Leonardo		
<b>Address Line 1:</b>	One Financial Center		
<b>Address Line 2:</b>	Brown Rudnick LLP		
<b>Address Line 4:</b>	Boston, MASSACHUSETTS 02111		
<b>ATTORNEY DOCKET NUMBER:</b>	27056/9		
<b>NAME OF SUBMITTER:</b>	Mark S. Leonardo		

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Signature:	/s/Mark S. Leonardo/
Date:	07/29/2008
Total Attachments: 3 source=Assignment Hights#page1.tif source=Assignment Hights#page2.tif source=Assignment Hights#page3.tif	

ASSIGNMENT OF TRADEMARK  
SECURITY AGREEMENT

ASSIGNMENT made as of the 22 day of July, 2008, by THE BANK OF NEW YORK MELLON, formerly known as THE BANK OF NEW YORK, AS COLLATERAL TRUSTEE ("Assignor"), to BEAR STEARNS CORPORATE LENDING, INC. ("Assignee").

W I T N E S S E T H

WHEREAS, HAIGHTS CROSS OPERATING COMPANY, a Delaware corporation, entered into a Trademark Security Agreement dated as of August 20, 2003 (the "Agreement") with Assignor recorded in the United States Patent and Trademark Office on August 22, 2003 at Reel 002807, Frame 0335 with respect to certain trademarks as more particularly set forth and described in Schedule A annexed hereto and made a part hereof; and

WHEREAS, Assignor desires to transfer and assign to Assignee all of Assignor's right, title and interest in and to such agreement and such trademarks and trademark applications;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby grant, transfer, assign, convey and set over to Assignee, its successors, assigns and legal representatives, all of the right, title and interest of Assignor in and to the trademarks set forth and described in Schedule A annexed hereto. Assignor makes no representation whatsoever as to the current status of trademarks and trademark applications listed on Schedule A as a "registration" including, without limitation, as to whether such issuances have been withdrawn or invalidated, or otherwise affected, or such applications have been withdrawn, denied, or granted or otherwise affected.

IN WITNESS WHEREOF, Assignor has duly executed this Assignment as of the date and year first above written.

THE BANK OF NEW YORK MELLON

By:   
Name: GORDON B. BERGE  
Title: MANAGING DIRECTOR

**SCHEDULE A**  
**U.S. TRADEMARKS**

<b>TRADEMARK</b>	<b>OWNER</b>	<b>REGISTRATION NO.</b>	<b>SECURITY INTEREST RECORDATION DATE</b>	<b>REEL/ FRAME</b>
HAIGHTS CROSS COMMUNICATIONS (and design)	HAIGHTS CROSS OPERATING COMPANY	2903582	8/22/03	2807/0335
HAIGHTS CROSS COMMUNICATIONS	HAIGHTS CROSS OPERATING COMPANY	2863082	8/22/03	2807/0335
Design only	HAIGHTS CROSS OPERATING COMPANY	2729861	8/22/03	2807/0335