

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Certificate of Amendment		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Study Island, LLC		06/30/2009	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Archipelago Learning, LLC		
Street Address:	3400 Carlisle Street		
Internal Address:	Suite 345		
City:	Dallas		
State/Country:	TEXAS		
Postal Code:	75204		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	3507135	STUDY ISLAND	
Registration Number:	3452386		
Serial Number:	77761931	ISLANDWEB	
Serial Number:	77761989	NORTHSTAR LEARNING	
Serial Number:	77762038	ARCHIPELAGO LEARNING	
CORRESPONDENCE DATA			
Fax Number:	(212)310-8007		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	lynda.braun@weil.com, beth.akers@weil.com		
Correspondent Name:	Lynda M. Braun		
Address Line 1:	Weil Gotshal & Manges LLP		
Address Line 2:	767 Fifth Avenue		
Address Line 4:	New York, NEW YORK 10153		

CH \$140.00 3507135

ATTORNEY DOCKET NUMBER:	76473-0001 L. BRAUN
NAME OF SUBMITTER:	Lynda M. Braun
Signature:	/Lynda M. Braun/
Date:	10/28/2009
Total Attachments: 3 source=Certificate of Amendment#page1.tif source=Certificate of Amendment#page2.tif source=Certificate of Amendment#page3.tif	

Delaware

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The First State

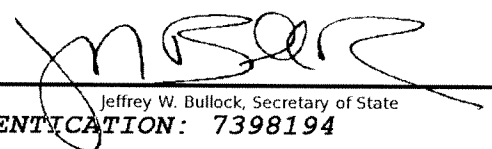
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "STUDY ISLAND, LLC", CHANGING ITS NAME FROM "STUDY ISLAND, LLC" TO "ARCHIPELAGO LEARNING, LLC", FILED IN THIS OFFICE ON THE SECOND DAY OF JULY, A.D. 2009, AT 11:04 O'CLOCK A.M.



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You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7398194

DATE: 07-02-09

TRADEMARK
REEL: 004086 FRAME: 0563

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT

1. Name of Limited Liability Company: Study Island, LLC

2. The Certificate of Formation of the limited liability company is hereby amended as follows: The new name of the LLC is Archipelago Learning, LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 30th day of June, A.D. 2009.

By: James B Walburg
Authorized Person(s)

Name: James Walburg

Print or Type

Schedule of marks:

STUDY ISLAND

Registration Number: 3507135

Design mark

Registration Number: 3452386

ISLANDWEB

Application Number: 77761931

NORTHSTAR LEARNING

Application Number: 77761989

ARCHIPELAGO LEARNING

Application Number: 77762038

WGM_TRAILER

RECORDED: 10/28/2009

TRADEMARK
REEL: 004086 FRAME: 0565