PATENT ASSIGNMENT

Electronic Version v1.1 Stylesheet Version v1.1

| SUBMISSION TYPE: | NEW ASSIGNMENT |
|-----------------------|----------------|
| NATURE OF CONVEYANCE: | ASSIGNMENT |

CONVEYING PARTY DATA

| Name | Execution Date |
|-------------------|----------------|
| Timothy A. Rogers | 04/11/2008 |
| John Bosko | 05/30/2008 |
| Corey O'Brien | 06/03/2008 |
| Raghubir S. Mutum | 04/13/2008 |

RECEIVING PARTY DATA

| Name: | Houghton Mifflin Harcourt Publishing Company | |
|-----------------|--|--|
| Street Address: | 222 Berkeley Street | |
| City: | Boston | |
| State/Country: | MASSACHUSETTS | |
| Postal Code: | 02116 | |

PROPERTY NUMBERS Total: 3

| Property Type | Number |
|---------------------|----------|
| Application Number: | 12470840 |
| Application Number: | 12470913 |
| Application Number: | 12551764 |

CORRESPONDENCE DATA

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| ATTORNEY DOCKET NUMBER: | HMCO-0002-P20, P21, P22 |
|-------------------------|-------------------------|
| NAME OF SUBMITTER: | Robert A. Mazzarese |

Total Attachments: 3

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PATENT REEL: 026770 FRAME: 0949 CH \$120 00 1247

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ASSIGNMENT

WHEREAS, the Undersigned has developed certain inventions described in the U.S. patent applications identified in Exhibit A hereto, and has full right to convey his entire interest to the ASSIGNEE, both legal and equitable, in and to the inventions therein free from all prior assignments, agreements, licenses, mortgages, security interests, or other encumbrances whatsoever; and

WHEREAS, Houghton Mifflin Harcourt Publishing Company ("ASSIGNEE"), an entity organized and existing under the laws of the state of Massachusetts, and having a place of business at 222 Berkeley Street, Boston, MA, 02116, is desirous of acquiring the entire right, title, and interest in and to the invention or inventions and any and allapatents to be obtained therefore;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Undersigned, each of the Undersigned hereby sells, assigns and transfers unto the ASSIGNEE, its successors and assigns, his or her entire right, title and interest in and to the invention or inventions, as described in the above application and all applications resulting therefrom, including any and all conversions, divisions, continuations, continuations-in-part, substitute applications, and reissues or extensions thereof; and all resulting patents in any jurisdiction worldwide.

AND each of the Undersigned hereby authorizes and requests the issuing authority to issue any and all patents issuing from any of the forgoing to the ASSIGNEE or its successors and assigns.

AND each of the Undersigned agrees that the attorney of record in the application shall hereinafter act on behalf of the ASSIGNEE.

AND, each of the Undersigned further agrees, without any further payment or compensation by the ASSIGNEE or its successors and assigns, to communicate to the ASSIGNEE, its representatives or agents or its successors and assigns, any facts relating to the invention or inventions including evidence for interference purposes or for other legal proceedings whenever requested; to testify in any interference or other legal proceedings, whenever requested; to execute and deliver, on request, all lawful papers required to make any of the foregoing provisions effective; and to generally do everything possible to aid the ASSIGNEE, its successors or assigns and nominees to secure, obtain and enforce proper patent protection for the invention or inventions in this or any foreign country.

The undersigned hereby authorizes the attorney(s) associated with Patent Office Customer Number 43520, to insert hereon any further information necessary or desirable for recordation of this document.

| <u>Inventors</u> | Date signed | Witness(es) |
|-------------------------------------|-------------|----------------------|
| Timothy A. Rogers | 4/11/08 | Janke Find Millary |
| 2) CRaftell John Bosko | 5/20/08 | Anda Fand Mclay |
| 3) Corey S. O'Brien | 6/3/08 | Sinda Ferris Millary |
| 4) KazlmbirMhh Raghubir S. Mutum | 4/13/08 | Anda Sun Malary |

Exhibit A

| Serial No. | Attorney No. | Title | File Date |
|------------|--------------|-----------------------------|---------------|
| 11/853,445 | HMCO-0002- | REMOTE STUDENT ASSESSMENT | September 11, |
| | P01 | USING DYNAMIC ANIMATION | 2007 |
| 11/853,463 | HMCO-0002- | REMOTE TEST STATION | September 11, |
| | P02 | CONFIGURATION | 2007 |
| 11/853,478 | HMCO-0002- | EVENT-DRIVEN/SERVICE | September 11, |
| | P03 | ORIENTED ONLINE TESTING | 2007 |
| 11/853,495 | HMCO-0002- | DYNAMIC ONLINE TEST | September 11, |
| | P04 | CONTENT GENERATION | 2007 |
| 11/853,543 | HMCO-0002- | DYNAMIC CONTENT AND | September 11, |
| | P05 | POLLING FOR ONLINE TEST | 2007 |
| | | TAKER ACCOMMODATIONS | |
| 11/853,560 | HMCO-0002- | POLLING FOR TRACKING ONLINE | September 11, |
| | P06 | TEST TAKER STATUS | 2007 |
| 11/853,584 | HMCO-0002- | DYNAMICALLY PRESENTING | September 11, |
| | P07 | PRACTICE SCREENS TO | 2007 |
| | | DETERMINE STUDENT | |
| | <u> </u> | PREPAREDNESS FOR ONLINE | |
| | | TESTING | |
| 11/853,601 | HMCO-0002- | USING AUTO-SCROLLING TO | September 11, |
| | P08 | PRESENT TEST QUESTIONS | 2007 |
| | | DURING ONLINE TESTING | |
| 11/853,608 | HMCO-0002- | USING TESTING METADATA FOR | September 11, |
| | P09 | TEST QUESTION TIMING AND | 2007 |
| | | SELECTION | |
| 11/853,619 | HMCO-0002- | ONLINE TEST POLLING | September 11, |
| | P10 | | 2007 |

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