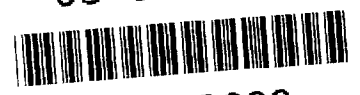


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T U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

<p>1. Name of conveying party(ies): <u>MacMillan, Inc</u></p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <u>Delaware</u> <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) Name: <u>MacMillian Publishers Limited</u> Internal Address: _____ Address: _____ <u>Houndsmills, Basingstoke</u> Street Address: _____ City: <u>Hampshire</u> State: <u>RG21 6XS</u> Zip: <u>United Kingdom</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation-State _____ <input checked="" type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>December 22, 2000</u></p>	

<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) <u>969205 2051613</u> <u>1495749</u></p> <p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
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<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>G. Roxanne Elings</u> Internal Address: <u>Greenberg Traurig LLP</u> _____ _____ Street Address: <u>885 Third Avenue</u> _____ City: <u>New York</u> State: <u>N.Y.</u> Zip: <u>10022</u></p>	<p>6. Total number of applications and registrations involved: <u>3</u></p> <p>7. Total fee (37 CFR 3.41).....\$ <u>90.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>501561</u> (Attach duplicate copy of this page if paying by deposit account)</p>
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9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

SUDIPTA RAO *Sudipta Rao* 7-23-01
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 3

08/02/2001 DBYRNE 0000093 501561 969205
01 FC:481 40.00 CH
02 FC:482 50.00 CH


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

TRADEMARK
REEL: 002344 FRAME: 0090

APPOINTMENT OF DOMESTIC REPRESENTATIVE

Greenberg Traurig, whose postal address is 885 Third Avenue, New York, New York 10022-4834, Telephone (212) 801-2100, is hereby designated applicant's representative upon notices or process in proceedings, affecting the recordation of the three registered trade marks 969205, 1495749 and 2051613, that may be served.

PLEASE DIRECT ALL CORRESPONDENCE TO G. ROXANNE ELINGS

Name  Richard Clarkiri

Title Director

Date 18 July 2001.

TRADEMARK ASSIGNMENT

This Trademark Assignment is made on this 22nd day of December, 2000, Macmillan, Inc., a Delaware corporation, having a principal business address at c/o Pearson Education, Inc., 1 Lake Street, Upper Saddle River, New Jersey 07458, (hereinafter "Assignor"), in favor of Macmillan Publishers Limited, a United Kingdom limited liability corporation, having a principal business address at Houndmills, Basingstoke, Hampshire, RG21 6XS, United Kingdom, (hereinafter "Assignee").

WHEREAS, Assignor is the owner of all right, title and interest in and to the marks listed on the attached Schedule A (hereinafter "Marks"), the federal registrations therefor, and the goodwill developed through the use of the Marks;

WHEREAS, Assignee is desirous of acquiring all rights to the Marks, and the registrations therefor;

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, Assignor hereby sells, assigns, transfers and sets over to Assignee, the entire right, title, interest in and to the Trademarks and the registrations therefor as identified on Schedule A and the goodwill of the business connected with the Trademarks, the same to be held and enjoyed by Assignee, its successors, assigns and other legal representatives.

Signed this 22 day of December, 2000.

MACMILLAN, INC.

By: 
Name: John LaVacca
Authorized Signatory

1 939221/AM-1

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Date: 22-00 12:42PM

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Schedule A

Mark	Registration No.	Registration Date
MACMILLAN	969205	September 25, 1973
MACMILLAN IDEA PACS Plus Design	1495749	July 12, 1988
MACMILLAN SPECTRUM	2051613	April 8, 1997

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