

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT																																										
NATURE OF CONVEYANCE:	Assignment and Assumption of Security Interest at Reel/Frame 3822/0310																																										
CONVEYING PARTY DATA																																											
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 30%;">Name</th> <th style="width: 30%;">Formerly</th> <th style="width: 20%;">Execution Date</th> <th style="width: 20%;">Entity Type</th> </tr> <tr> <td>Barclays Bank plc</td> <td></td> <td>04/27/2010</td> <td>public limited company: UNITED KINGDOM</td> </tr> </table>	Name	Formerly	Execution Date	Entity Type	Barclays Bank plc		04/27/2010	public limited company: UNITED KINGDOM																																			
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Registration Number:	3144663	VIP REFERRAL REWARDS
Registration Number:	3150570	LEARNING. EVERY STEP OF THE WAY.
Registration Number:	3170654	JOURNEY
Registration Number:	3102759	JOURNEY PRESCHOOL
Registration Number:	2999880	TUTOR TIME ADVENTURE CLUB
Registration Number:	2631040	MONTESSORI UNLIMITED
Registration Number:	2673903	TUTOR TIME CENTER FOR ACADEMIC ENRICHMENT
Registration Number:	2500116	TUTOR TIME
Registration Number:	2490562	TUTOR TOWNE
Registration Number:	2512152	LA PETITE ACADEMY
Registration Number:	2308180	"POOKIE"
Registration Number:	1911851	THE CHILDREN'S COURTYARD
Registration Number:	1844815	TUTOR TIME
Registration Number:	1717005	LA PETITE JOURNEY
Registration Number:	1806522	CHILDTIME
Registration Number:	1651762	
Registration Number:	1621658	A GOOD BEGINNING THAT LASTS A LIFETIME
Registration Number:	1617106	LA PETITE ACADEMY THE PARENT'S PARTNER PRESCHOOL & CHILD CARE
Registration Number:	1307458	LA PETITE ACADEMY

CORRESPONDENCE DATA

Fax Number: (714)755-8290

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Email: ipdocket@lw.com

Correspondent Name: Latham & Watkins, c/o Julie Dalke

Address Line 1: 650 Town Center Dr, 20th floor

Address Line 2: 039269-0140

Address Line 4: Costa Mesa, CALIFORNIA 92626

ATTORNEY DOCKET NUMBER:	039269-0140
NAME OF SUBMITTER:	Adam Kummins
Signature:	/Adam Kummins/
Date:	04/29/2010

Total Attachments: 17

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ASSIGNMENT AND ASSUMPTION AGREEMENT

This ASSIGNMENT AND ASSUMPTION AGREEMENT is dated as of April 27, 2010 (this "Assignment and Assumption Agreement") by and among **WILMINGTON TRUST FSB**, in its capacity as collateral trustee (the "Collateral Trustee" or the "Successor Agent"), **BARCLAYS BANK PLC** ("Barclays"), in its capacity as Collateral Agent (as defined in the Credit Agreement described below) (in such capacity, the "Existing Agent"). Each capitalized term used and not defined herein shall have the meaning attributed to such term in the Existing Guarantee and Collateral Agreement (defined below).

WHEREAS, the Loan Parties (as defined in the Credit Agreement), the lenders and agents party thereto have entered into that certain \$215,000,000 Credit Agreement, dated as of June 25, 2008, as amended by the First Amendment to Credit Agreement dated as of October 1, 2008 (as further amended, amended and restated, supplemented, modified, or replaced from time to time, the "Credit Agreement");

WHEREAS, pursuant to a Guarantee and Collateral Agreement, dated as of June 25, 2008 (as amended, restated, amended and restated, supplemented or otherwise modified prior to the date hereof, the "Existing Guarantee and Collateral Agreement") each of Learning Care Group (US) No. 2 Inc., a Delaware corporation ("LCG"), and the Grantors granted to the Collateral Agent a security interest in, inter alia, all of the Intellectual Property of such Grantor, including the Trademarks listed on Schedule A hereto and the Copyrights listed on Schedule B and Schedule C hereto;

WHEREAS, pursuant to the Existing Guarantee and Collateral Agreement each of LCG and the other Grantors entered into both (i) a Copyright Security Agreement, dated June 25, 2008, recorded with the U.S. Copyright Office on July 25, 2008 at document no V3569D354 (the "Existing Copyright Security Agreement") and (ii) a Trademark Security Agreement, dated June 25, 2008, recorded with the U.S. Patent and Trademark Office on July 24, 2008 at Reel/Frame No. 3822/0310 (the "Existing Trademark Security Agreement");

WHEREAS, the Existing Copyright Security Agreement and the Existing Trademark Security Agreement shall be collectively referred to herein as the "IP Security Agreements"; and

WHEREAS, pursuant to that certain Second Amendment and Restatement Agreement, dated as of April 27, 2010 between LCG and the other parties thereto (the "Second Amendment"), the Required Lenders (as defined in the Second Amendment) have consented to the Collateral Agent's resignation and the appointment of Wilmington Trust FSB as the Collateral Trustee.

NOW, THEREFORE, in consideration of the foregoing and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Existing Agent and the Successor Agent hereby agree as follows:

The Existing Agent hereby irrevocably assigns to Successor Agent, and the Successor Agent hereby assumes from the Existing Agent, the interest in and to the Existing Agent's rights under the IP Security Agreements, as of the Effective Date (as defined below).

The effective date of this Assignment and Assumption Agreement shall be the date set forth above (the "Effective Date"). Following the execution of this Assignment and Assumption Agreement, the Existing Agent shall record this Assignment and Assumption Agreement with the United States Patent and Trademark Office and the United States Copyright Office.

From and after the Effective Date, (a) the Successor Agent shall be a party to the IP Security Agreements and have the rights of the Collateral Agent thereunder, and (b) the Existing Agent shall relinquish its rights under the IP Security Agreements.

This Assignment and Assumption Agreement shall be governed by, and construed and interpreted in accordance with, the law of the State of New York.

IN WITNESS WHEREOF, the parties hereto have caused this Assignment and Assumption Agreement to be executed by their respective duly authorized officers.

WILMINGTON TRUST FSB,

as Successor Agent

By: 

Name: Peter Finkel

Title: Vice President

Signature Page to Assignment and Assumption Agreement

TRADEMARK
REEL: 004195 FRAME: 0914

Accepted:



BARCLAYS BANK, PLC
as Existing Agent

By: *Diane Rolfe*
Name: **DIANE ROLFE**
Title: **DIRECTOR**

SCHEDULE A
to
ASSIGNMENT AND ASSUMPTION AGREEMENT

Trademarks

Mark	Country / State	Owner	Appl. No. Filing Date	Reg. No. Reg. Date
SAFE N SOUND	US	Tutor Time Learning Centers, LLC	77/048043 20-NOV-2006	3285107 28-AUG-2007
	US	Childtime Childcare, Inc.	76/657477 27-MAR-2006	3284165 28-AUG-2007
CHILDTIME CONNECTION	US	Childtime Childcare, Inc.	78/823297 24-FEB-2006	3290568 11-SEP-2007
BODYSMART	US	Tutor Time Learning Centers, LLC	78/752552 11-NOV-2005	3239078 08-MAY-2007
SELFSMART	US	Tutor Time Learning Centers, LLC	78/752554 11-NOV-2005	3148759 26-SEP-2006
NATURESMART	US	Tutor Time Learning Centers, LLC	78/750552 09-NOV-2005	3148745 26-SEP-2006
RHYTHMSMART	US	Tutor Time Learning Centers, LLC	78/749813 08-NOV-2005	3148739 26-SEP-2006
PEOPLES MART	US	Tutor Time Learning Centers, LLC	78/748199 07-NOV-2005	3334558 13-NOV-2007
NUMBERSMART	US	Tutor Time Learning Centers, LLC	78/748740 07-NOV-2005	3148725 26-SEP-2006
DESIGNSMART	US	Tutor Time Learning Centers, LLC	78/747798 04-NOV-2005	3148713 26-SEP-2006
LEARNING CARE GROUP	US	Learning Care Group	76/643898 29-JUL-2005	3113575 11-JUL-2006
	US	Learning Care Group	76/643899 29-JUL-2005	3212072 27-FEB-2007
CREATING CHARACTER	US	Learning Care Group	76/638097 06-MAY-2005	3245790 29-MAY-2007
VIP REFERRAL REWARDS	US	La Petite Academy, Inc.	78/604479 08-APR-2005	3144663 19-SEP-2006
LEARNING. EVERY STEP OF THE WAY.	US	La Petite Academy, Inc.	78/567566 15-FEB-2005	3150570 03-OCT-2006
JOURNEY	US	La Petite Academy, Inc.	78/567767 15-FEB-2005	3170654 14-NOV-2006

Mark	Country / State	Owner	Appl. No. Filing Date	Reg. No. Reg. Date
	US	La Petite Academy, Inc.	76/624900 16-DEC-2004	3102759 13-JUN-2006
TUTOR TIME ADVENTURE CLUB	US	Tutor Time Learning Centers LLC	76/574731 02-FEB-2004	2999880 27-SEP-2005
	US	La Petite Academy, Inc.	76/282278 07-JUL-2001	2631040 08-OCT-2002
TUTOR TIME CENTER FOR ACADEMIC ENRICHMENT	US	Tutor Time Learning Centers, LLC	76/174446 01-DEC-2000	2673903 14-JAN-2003
TUTOR TIME	US	Tutor Time Learning Centers, LLC	76/112799 21-AUG-2000	2500116 23-OCT-2001
TUTOR TOWNE	US	Tutor Time Learning Centers, LLC	76/113012 21-AUG-2000	2490562 18-SEP-2001
	US	La Petite Academy, Inc.	76/084042 06-JUL-2000	2512152 27-NOV-2001
	US	Tutor Time Learning Centers, LLC	75/208475 05-DEC-1996	2308180 18-JAN-2000
	US	The Children's Courtyard, LP	74/462213 23-NOV-1993	1911851 15-AUG-1995
TUTOR TIME	US	Tutor Time Learning Centers, LLC	74/427573 23-AUG-1993	1844815 12-JUL-1994
LA PETITE JOURNEY	US	La Petite Academy, Inc.	74/143140 28-FEB-1991	1717005 15-SEP-1992
CHILDTIME	US	Childtime Childcare, Inc.	74/134685 30-JAN-1991	1806522 23-NOV-1993
	US	La Petite Academy, Inc.	74/044539 02-APR-1990	1651762 23-JUL-1991

Mark	Country / State	Owner	Appl. No. Filing Date	Reg. No. Reg. Date
A GOOD BEGINNING THAT LASTS A LIFETIME	US	Childtime Childcare, Inc.	74/000832 16-NOV-1989	1621658 06-NOV-1990
 The Parent's Partner Preschool & Child Care	US	La Petite Academy, Inc.	73/811830 10-JUL-1989	1617106 09-OCT-1990
LA PETITE ACADEMY	US	La Petite Academy, Inc.	73/346067 18-JAN-1982	1307458 27-NOV-1984
 CHILD CARE / LEARNING CENTERS	New York	Tutor Time Child Care/Learning Centers		S19925 14-FEB-2007
TUTOR TIME CHILD CARE/LEARNING CENTERS	Massachusetts	Tutor Time Learning Centers, LLC		68053 08-FEB-2007
CHILDTIME LEARNING CENTERS	Wisconsin	Childtime Childcare, Inc.		17-JAN-2007
LA PETITE ACADEMY GET WELL CENTER SPECIAL CARE FOR UNDER THE WEATHER KIDS	Georgia	La Petite Academy, Inc.		S9444 09-AUG-1989
LA PETITE ACADEMY	Wisconsin	Robert C. Surridge dba La Petite Academy, Inc.		01-MAR-1989

SCHEDULE B
to
ASSIGNMENT AND ASSUMPTION AGREEMENT

Registered Copyrights

Title	Owner	Registration No. Registration Date
School age superstar training video.	LaPetite Academy, Inc.	PA 686813 3/9/94
Tutor Time Child Care, Inc. operations manual	Tutor Time Child Care, Inc.	TX 2332404 5/5/88
Tutor Time learning program	Tutor Time Child Care, Inc.	TX 2363627 5/2/88
Montessori Unlimited: administrator guide	LaPetite Academy, Inc.	TX 3470691 11/9/92
Montessori unlimited elementary curriculum : parent guide	La Petite Academy, Inc.	TX 3530412 11/9/92
Twos, LPA 725: no. 61-120	La Petite Academy, Inc.	TX 3677961 3/9/94
Explorers : bk. 1-3	La Petite Academy, Inc.	TX 3734566 3/9/94
Lesson guide	La Petite Academy, Inc.	TX 3747973 3/9/94
Challengers: bk. 1-3	La Petite Academy, Inc.	TX 3748186 3/9/94
Explorers: bk. 4	La Petite Academy, Inc.	TX 3748187 3/9/94
School age curriculum resource file	La Petite Academy, Inc.	TX 3770428 3/9/94
School age challenge cards	La Petite Academy, Inc.	TX 3777133 3/9/94
Summer preschool curriculum trailbladers: bk. 4, units 42-50	La Petite Academy, Inc.	TX 3780714 3/9/94
Two-year-old-organizing the classroom: practical techniques for implementing a quality program	La Petite Academy, Inc.	TX 3780715 3/9/94
The infant--birth to twelve months: a program guide of practical techniques	La Petite Academy, Inc.	TX 3780716 3/9/94
Today's toddler journey is fun for: no. 61-120	La Petite Academy, Inc.	TX 3780727 3/9/94
Today's toddler journey is fun for: no. 61-120	La Petite Academy, Inc.	TX 3780728 3/9/94
Today toddler journey is fun for: no. 1-60	La Petite Academy, Inc.	TX 3780729 3/9/94
Today's toddler journey is fun for: no. 1-61	La Petite Academy, Inc.	TX 3780730 3/9/94

Title	Owner	Registration No. Registration Date
Preschool curriculum trailblazers: bk. 1[-3]: program guide / written by Judi Simmons Estes, Jean Ann Rockett & Kathryn J. Schubert / edited by Carol Carpenter. Add. ti.: Preschool curriculum guides, trailblazers: bk. 1-3.	La Petite Academy, Inc.	TX 3780739 3/9/94
Two lesson: no. 121-180	La Petite Academy, Inc.	TX 3785144 3/9/94
Twos: no. 1-60	La Petite Academy, Inc.	TX 3785146 3/9/94
School-age curriculum guide: practical techniques for implementing a quality program	La Petite Academy, Inc.	TX 3785149 3/9/94
Summer preschool curriculum challengers : bk. 4 / written by Judi Simmons Estes, Kathryn J. Shubert ; contributing writers, Dana Allen and Debbie Miller.	La Petite Academy, Inc.	TX 3785150 3/9/94
Preschool curriculum resource file: summer units	La Petite Academy, Inc.	TX 3785202 3/9/94
Preschool curriculum resource life	La Petite Academy, Inc.	TX 3812121 3/9/94
Director handbook	La Petite Academy, Inc.	TX 3877458 8/10/94
The one-year-old toddler--organizing the classroom: practical techniques for implementing an effective program	LaPetits Academy, Inc.	TX 4129103 9/6/95
Twos (twos lessons: no. 1-60)	LaPetite Academy, Inc.	TX 4148492 11/13/95
On site training guide	Tutor Time Learning Systems, Inc.	TX 5533547 8/14/01
Children Learning Centers summer camp 2006 workbook: Snoop, Inc. solving crimes one week at a time	Childtime Childcare, Inc.	TX 6209487 7/25/05
Tutor Time Learning Centers life smart September 2005 curriculum	Tutor Time Learning Centers, LLC	TX 6213785 7/29/05
Childtime Learning Centers September 2005 curriculum	Childtime Childcare, Inc.	TX 6213980 7/29/05
Child Time Learning Centers empowered child: September 2005 skill builders & kindergarten connection	Childtime Childcare, Inc.	TX 6231481 8/1/05
Tutor Time Learning Centers summer curriculum parts 1-3	Tutor Time Learning Centers, LLC	TX 6235589 8/1/05
Tutor Time Learn Centers, LLC, lifesmart February 2007 curriculum	Tutor Time Learning Centers, LLC	TX 6292437 2/3/06
Childtime Learning Centers empowered child, January 2006 skill builders & kindergarten connection	Childtime Childcare, Inc.	TX 6292438 2/3/06
Childtime Learning Centers February 2006 curriculum	Childtime Childcare, Inc.	TX 6292439 2/3/06
Tutor Time Learning Centers, LLC February 2006 curriculum	Tutor Time Learning Centers, LLC	TX 6292440 2/3/06

Title	Owner	Registration No. Registration Date
Tutor Time Learning Centers, LLC lifesmart February 2006 curriculum	Tutor Time Learning Centers, LLC	TX 6292441 2/3/06
Childtime Learning Centers January 2006 curriculum	Childtime Childcare, Inc.	TX 6292447 2/3/06
Childtime Learning Centers empowered child, February 2006 skill builders & kindergarten connection	Childtime Childcare, Inc.	TX 6292448 2/3/06
Tutor Time Learning Centers, LLC lifesmart January 2006 curriculum	Tutor Time Learning Centers, LLC	TX 6292449 2/3/06
Tutor Time Learning Centers, LLC : November 2005 curriculum	Tutor Time Learning Centers, LLC	TX 6301958 2/1/06
Tutor Time Learning Centers, LLC : March 2006 curriculum	Tutor Time Learning Centers, LLC	TX 6318115 3/9/06
Childtime Learning Centers : March 2006 curriculum	Childtime Childcare, Inc.	TX 6318116 3/9/06
Childtime Learning Centers empowered child : March 2006 skill builders monthly focus: nature	Childtime Childcare, Inc.	TX 6318117 3/9/06
Tutor Time Learning Centers, LLC, lifesmart March 2006 curriculum	Tutor Time Learning Centers, LLC	TX 6325109 3/9/06
May 2005 : change and growth	Tutor Time Learning Centers, LLC	TXu 1245424 5/11/05
May 2005: monthly focus: air & water skill builders	Tutor Time Learning Centers, LLC	TXu 1245425 5/11/05
Childtime Learning Centers October 2005 curriculum	Childtime Childcare, Inc.	TXu 1264960 2/1/06
Childtime Learning Centers empowered child, December 2005 skill builders & kindergarten connection	Childtime Childcare, Inc.	TXu 1264961 2/1/06
Tutor Time Learning Centers October 2005 curriculum	Tutor Time Learning Centers, LLC	TXu 1264962 2/1/06
Childtime Learning Centers December 2005 curriculum	Childtime Childcare, Inc.	TXu 1264963 2/1/06
Tutor Time Learning Centers life smart November 2005 curriculum	Tutor Time Learning Centers, LLC	TXu 1264964 2/1/06
Child Time Learning Centers empowered child: November 2005 skill builders & kindergarten connection	Childtime Childcare, Inc.	TXu 1267825 2/1/06
Tutor Time Learning Centers, LLC Dcember 2005 curriculum	Tutor Time Learning Centers, LLC	TXu 1267826 2/1/06

Title	Owner	Registration No. Registration Date
Child Time Learning Centers empowered child: October 2005 skill builders & kindergarten connection	Childtime Childcare, Inc.	TXu 1267827 2/1/06
Tutor Time Learning Centers, LLC, lifesmart December 2005 curriculum : preschool/pre-K classroom, it's a wonderful world	Tutor Time Learning Centers, LLC	TXu 1267829 2/1/06
Childtime Learning Centers November 2005 curriculum	Childtime Childcare, Inc.	TXu 1267830 2/1/06
Child Time Learning Centers empowered child, April 2006 skill builders	Childtime Childcare, Inc.	TXu 1285492 4/3/06
Tutor Time Learning Centers, LLC, April 2006 curriculum	Tutor Time Learning Centers, LLC	TXu 1285535 4/3/06
Tutor Time Learning Centers, LLC, lifesmart, April 2006 curriculum	Tutor Time Learning Centers, LLC	TXu 1285536 4/3/06
Tutor Time Learning Centers, LLC lifesmart curriculum preschool classrooms May 2006: natural wonders	Tutor Time Learning Centers, LLC	TXu 1300944 5/3/06
Tutor Time Learning Centers, LLC May 2006 curriculum	Tutor Time Learning Centers, LLC	TXu 1300945 5/3/06
Child Time learning centers empowered child May 2006 skill builders monthly focus : pretend & imagination	Childtime Childcare, Inc.	TXu 1300946 5/3/06
Childtime Learning Centers May 2006 curriculum	Childtime Childcare, Inc.	TXu 1300947 5/3/06
Childtime Learning Centers September 2006 curriculum	Childtime Childcare, Inc.	TXu 1312669 9/13/06
Tutor Time Learning Centers, LLC September 2006 curriculum	Tutor Time Learning Centers, LLC	TXu 1314967 9/13/06
Childtime Learning Centers the empowered child September 2006 skill builders	Childtime Childcare, Inc.	TXu 1316899 9/13/06
Childtime Learning Centers the empowered child March 2007 skill builders monthly focus : let's pretend	Childtime Childcare, Inc.	TXu 1321036 10/20/06
Tutor Time Learning Centers, LLC, October 2006 curriculum	Tutor Time Learning, LLC	TXu 1321037 10/20/06
Tutor Time Learning Centers, LLC, lifesmart curriculum preschool classrooms October 2006	Tutor Time Learning, LLC	TXu 1321038 10/20/06
Childtime Learning Centers December 2006 curriculum	Childtime Childcare, Inc.	TXu 1322036 12/11/06
Tutor time Learning Centers, LLC lifesmart December 2006 curriculum	Tutor Time Learning, LLC	TXu 1322037 12/11/06
Childtime Learning Centers the empowered child December 2006 skill builders monthly focus : image and create	Childtime Childcare, Inc.	TXu 1322038 12/11/06
Childtime Learning Centers October 2006 curriculum	Childtime Childcare, Inc.	TXu 1322396 10/20/06

Title	Owner	Registration No. Registration Date
Childtime Learning Centers the empowered child, November 2006 skill builders monthly focus: our wonderful world	Childtime Childcare, Inc.	TXu 1327866 11/27/06
Childtime Learning Centers November 2006 curriculum	Childtime Childcare, Inc.	TXu 1327867 11/27/06
Tutor Time Learning Centers, LLC : lifesmart active investigation times, November 2006 curriculum	Tutor Time Learning Centers, LLC	TXu 1328181 11/27/06
Tutor Time Learning Centers, November 2006 curriculum	Tutor Time Learning Centers, LLC	TXu 1328182 11/27/06
Tutor Time Learning Centers, LL lifesmart curriculum preschool classrooms September 2006	Tutor Time Learning Centers, LLC	TXu 1339651 9/13/06
Childtime Learning Centers the empowered child February 2007 skill builders	Childtime Childcare, Inc.	TXu 1342122 2/20/07
Childtime Learning Centers February 2007 curriculum	Childtime Childcare, Inc.	TXu 1342123 2/20/07
Tutor Time Learning Centers, LLC February 2007 curriculum	Tutor Time Learning Centers, LLC	TXu 1342650 2/20/07
Tutor Time Learning Centers, LLC lifesmart March 2007 neighborhood walk	Tutor Time Learning Centers, LLC	TXu 1348819 3/26/07
Tutor Time Learning Centers, LLC, lifesmart, May 2007 curriculum : amazing planet earth	Tutor Time Learning Centers, LLC	TXu 1352364 5/21/07
Childtime Learning Centers the empowered child, May 2007 skill builders monthly focus : natural wonders	Childtime Childcare, Inc.	TXu 1352378 5/21/07
Tutor Time Learning Centers, LLC, May 2007 curriculum	Tutor Time Learning Centers, LLC	TXu 1352379 5/21/07
Childtime Learning Centers, May 2007 curriculum	Childtime Childcare, Inc.	TXu 1352382 5/21/07
Childtime Learning Center, April 2007 curriculum	Childtime Childcare, Inc.	TXu 1353585 5/15/07
Tutor Time Learning Centers, LLC	Tutor Time Learning Centers, LLC	TXu 1353625 5/15/07
Childtime learning centers the empowered child, April 2007 skill builders monthly focus : animals all around	Childtime Childcare, Inc.	TXu 1353626 5/15/07
Childtime Learning Centers, LLC: July 2007 curriculum	Childtime Childcare, Inc.	TXu 1354055 8/18/07
Tutor Time Learning Centers, LLC July 2007 curriculum for young learners and summer discovery program for preschool and pre-K	Tutor Time Learning Centers, LLC	TXu 1354056 8/18/07

Title	Owner	Registration No. Registration Date
Childtime Learning Centers, LLC: Summer 2007 destination earth planets unite!	Childtime Childcare, Inc.	TXu 1354057 8/18/07
Tutor Time Learning Centers, LLC, 2007 summer discovery program for preschool & pre-K for June, July & August	Tutor Time Learning Centers, LLC	TXu 1354058 8/18/07
Tutor Time Learning Centers, LLC January 2007 curriculum	Tutor Time Learning Centers, LLC	TXu 1357271 1/29/07
Tutor Time Learning Centers lifesmart January 2007 curriculum	Tutor Time Learning Centers, LLC	TXu 1357272 1/29/07
Childtime Learning Centers January 2007 curriculum.	Childtime Childcare, Inc.	TXu 1357273 1/29/07
Childtime Learning Centers the empowered child : January 2007 skill builders monthly focus : long ago & far away	Childtime Childcare, Inc.	TXu 1357274 1/29/07
Childtime Learning Centers, March 2007 curriculum	Childtime Childcare, Inc.	TXu 1359259 3/26/07
Tutor Time Learning Centers, March 2007 curriculum	Tutor Time Learning Centers, LLC	TXu 1359263 3/26/07
Childtime Learning Centers June 2007 curriculum	Childtime Childcare, Inc.	TXu 1363611 6/28/07
Childtime Learning Centers summer 2007 skill builders monthly focus : destination earth planets unite!	Childtime Childcare, Inc.	TXu 1363649 6/28/07
2007 summer discovery program for preschool and pre-K for June, July and August	Tutor Time Learning Center, LLC	TXu 1364908 7/24/07
Tutor Time Learning Centers, LLC : June 2007 summer curriculum and summer discovery program for preschool and pre-K	Tutor Time Learning Centers, LLC	TXu 1365949 7/24/07
Summer 2007 adventure camp funfactor	Tutor Time Learning Centers, LLC	TXu 1366101 7/24/07
Tutor Time Child Care/Learning Centers : August 2007 curriculum for young learners and summer discovery program for preschool and Pre-K	Tutor Time Learning Centers, LLC	TXu 1569058 8/27/07
Tutor Time lifesmart curriculum, August 2007 : summer discovery	Tutor Time Learning Centers, LLC	TXu 1569060 8/27/07
Childtime Learning Centers August 2007 curriculum	Childtime Childcare, Inc.	TXu 1569061 8/27/07
Tutor towne village.	Tutor Time Learning Systems, Inc.	VA 1070719 8/15/00
Tutor towne village.	Tutor Time Learning Systems, Inc.	VA 1080785 4/2/01

Title	Owner	Registration No. Registration Date
Pookie Panda	Tutor Time Learning Center, Inc.	VA 472478 9/13/01
Hygiene/universal precautions training posters.	Childtime Childcare, Inc.	VAu 333506 4/24/95
I can be a...	Childtime Childcare, Inc.	VAu 705185 9/18/06

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ASSIGNMENT AND ASSUMPTION AGREEMENT

Unregistered Copyrights

Title	Owner
Childtime Learning Centers: July 2009 Curriculum	Childtime Childcare, Inc.
Childtime Learning Centers, LLC: Empowered Child October 2007 Curriculum Skill Builders Monthly Focus: Who Am I?	Childtime Childcare, Inc.
Childtime Learning Centers, LLC: July 2008 Curriculum	Childtime Childcare, Inc.
Childtime Learning Centers, LLC: May 2008 Curriculum	Childtime Childcare, Inc.
Childtime Learning Centers, LLC: October 2007 Curriculum	Childtime Childcare, Inc.
Childtime Learning Centers, LLC: Summer 2008 Curriculum: Skill Builders: Enhancement Ideas	Childtime Childcare, Inc.
Childtime Learning Centers, LLC: Empowered Child May 2008 Curriculum: Skill Builders Monthly Focus: Fairy Tales & Nursery Rhymes	Childtime Childcare, Inc.
Childtime Learning Centers: August 2009 Curriculum	Childtime Childcare, Inc.
Childtime Learning Centers: December 2009 Curriculum	Childtime Childcare, Inc.
Childtime Learning Centers: February 2010 Curriculum	Childtime Childcare, Inc.
Childtime Learning Centers: Guide to the 2009-10 Empowered Child Curriculum – A Schools	Childtime Childcare, Inc.
Childtime Learning Centers: January 2010 Curriculum	Childtime Childcare, Inc.
Childtime Learning Centers: June 2009 Curriculum	Childtime Childcare, Inc.
Childtime Learning Centers: May 2009 Curriculum	Childtime Childcare, Inc.
Childtime Learning Centers: November 2009 Curriculum	Childtime Childcare, Inc.
Childtime Learning Centers: October 2009 Curriculum	Childtime Childcare, Inc.
Childtime Learning Centers: September 2009 Curriculum	Childtime Childcare, Inc.
Childtime Learning Centers: Skill Builders Enhancement Ideas: 2009 Summer Program	Childtime Childcare, Inc.
Childtime Learning Centers: Guide to the 2009-10 Empowered Child Curriculum – B Schools	Childtime Childcare, Inc.
The Empowered Child May 2009 Curriculum	Childtime Childcare, Inc.
Tutor Time Learning Centers, LLC: September 2009 Curriculum	Tutor Time Learning Centers, LLC
Tutor Time Learning Centers, LLC: 2008 Summer Discovery Program for Preschool & Pre-K for June, July & August	Tutor Time Learning Centers, LLC
Tutor Time Learning Centers, LLC: 2009-2010 LifeSmart Curriculum Guide – A Schools	Tutor Time Learning Centers, LLC
Tutor Time Learning Centers, LLC: 2009-2010 LifeSmart Curriculum Guide – B Schools	Tutor Time Learning Centers, LLC
Tutor Time Learning Centers, LLC: August 2009 Curriculum and Summer Discovery Program for Preschool & Pre-K	Tutor Time Learning Centers, LLC
Tutor Time Learning Centers, LLC: December 2009 Curriculum	Tutor Time Learning Centers, LLC

Title	Owner
Tutor Time Learning Centers, LLC: February 2010 Curriculum	Tutor Time Learning Centers, LLC
Tutor Time Learning Centers, LLC: January 2010 Curriculum	Tutor Time Learning Centers, LLC
Tutor Time Learning Centers, LLC: July 2008 Curriculum for Young Learners and Summer Discovery Programs for Preschool & Pre-K	Tutor Time Learning Centers, LLC
Tutor Time Learning Centers, LLC: July 2009 Curriculum and Summer Discovery Program for Preschool & Pre-K	Tutor Time Learning Centers, LLC
Tutor Time Learning Centers, LLC: June 2008 Curriculum: Summer Discovery Program for Preschool & Pre-K	Tutor Time Learning Centers, LLC
Tutor Time Learning Centers, LLC: June 2009 Curriculum and Summer Discovery Program for Preschool & Pre-K	Tutor Time Learning Centers, LLC
Tutor Time Learning Centers, LLC: LifeSmart 2009 Summer Discovery Program	Tutor Time Learning Centers, LLC
Tutor Time Learning Centers, LLC: LifeSmart 2010 Curriculum	Tutor Time Learning Centers, LLC
Tutor Time Learning Centers, LLC: LifeSmart December 2009 Curriculum	Tutor Time Learning Centers, LLC
Tutor Time Learning Centers, LLC: LifeSmart February 2008 Curriculum: On the Move	Tutor Time Learning Centers, LLC
Tutor Time Learning Centers, LLC: LifeSmart February 2010 Curriculum	Tutor Time Learning Centers, LLC
Tutor Time Learning Centers, LLC: LifeSmart July 2008 Summer Discovery Program	Tutor Time Learning Centers, LLC
Tutor Time Learning Centers, LLC: LifeSmart June 2008 Curriculum: Exploring Wonders: Summer Discovery Program	Tutor Time Learning Centers, LLC
Tutor Time Learning Centers, LLC: LifeSmart May 2008 Curriculum: Fun for All	Tutor Time Learning Centers, LLC
Tutor Time Learning Centers, LLC: LifeSmart May 2009 Curriculum: Inquiring About Earth	Tutor Time Learning Centers, LLC
Tutor Time Learning Centers, LLC: LifeSmart November 2009 Curriculum	Tutor Time Learning Centers, LLC
Tutor Time Learning Centers, LLC: LifeSmart October 2007 Curriculum	Tutor Time Learning Centers, LLC
Tutor Time Learning Centers, LLC: LifeSmart October 2009 Curriculum	Tutor Time Learning Centers, LLC
Tutor Time Learning Centers, LLC: LifeSmart September 2009 Curriculum	Tutor Time Learning Centers, LLC
Tutor Time Learning Centers, LLC: May 2008 Curriculum	Tutor Time Learning Centers, LLC
Tutor Time Learning Centers, LLC: May 2009 Curriculum	Tutor Time Learning Centers, LLC
Tutor Time Learning Centers, LLC: November 2009 Curriculum	Tutor Time Learning Centers, LLC
Tutor Time Learning Centers, LLC: October 2007 Curriculum	Tutor Time Learning Centers, LLC

Title	Owner
Tutor Time Learning Centers, LLC: October 2009 Curriculum	Tutor Time Learning Centers, LLC