

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                              |                    |
|------------------------------|--------------------|
| <b>SUBMISSION TYPE:</b>      | NEW ASSIGNMENT     |
| <b>NATURE OF CONVEYANCE:</b> | Security Agreement |

**CONVEYING PARTY DATA**

| Name  | Formerly | Execution Date | Entity Type                |
|---|----------|----------------|----------------------------|
| CLASSROOM CONNECT, INC.                     |          | 12/12/2007     | CORPORATION:               |
| GREENWOOD PUBLISHING GROUP, INC.            |          | 12/12/2007     | CORPORATION:               |
| HMH PUBLISHERS, LLC                         |          | 12/12/2007     | LIMITED LIABILITY COMPANY: |
| HMH SUPPLEMENTAL PUBLISHERS, INC.           |          | 12/12/2007     | CORPORATION:               |
| HOUGHTON MIFFIN HARCOURT PUBLISHING COMPANY |          | 12/12/2007     | COMPANY:                   |

**RECEIVING PARTY DATA**

|                        |  |
|------------------------|--|
| <b>Name:</b>           | CREDIT SUISSE, CAYMAN ISLAND BRANCH, AS COLLATERAL AGENT |
| <b>Street Address:</b> | 11 Madison Avenue  |
| <b>City:</b>           | New York   |
| <b>State/Country:</b>  | NEW YORK   |
| <b>Postal Code:</b>    | 10010  |
| <b>Entity Type:</b>    | Bank:  |

**PROPERTY NUMBERS Total: 532**

| Property Type        | Number  | Word Mark                      |
|----------------------|---------|--------------------------------|
| Registration Number: | 2463379 | AMERICAQUEST                   |
| Registration Number: | 2500839 | AUSTRALIAQUEST                 |
| Registration Number: | 1977886 | CLASSROOM CONNECT              |
| Registration Number: | 2480446 | CLASSROOM CONNECT              |
| Registration Number: | 2547896 | CLASSROOM CONNECT              |
| Registration Number: | 2513141 | CLASSROOM TODAY                |
| Registration Number: | 2752735 | CONNECTED CLASSROOM CONFERENCE |
| Registration Number: | 2043693 | CONNECTED CLASSROOM CONFERENCE |

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|                      |         |                                 |
|----------------------|---------|---------------------------------|
| Registration Number: | 2946513 | CONNECTED EDUCATOR              |
| Registration Number: | 2890837 | CONNECTED TECH                  |
| Registration Number: | 2888385 | CONNECTED TECH                  |
| Registration Number: | 2485613 | CONNECTED UNIVERSITY            |
| Registration Number: | 2531527 | CONTENT THAT CLICKS!            |
| Registration Number: | 2749383 | CU                              |
| Registration Number: | 2535663 |                                 |
| Registration Number: | 2200511 | ESCHOOL                         |
| Registration Number: | 2817942 | GREECEQUEST                     |
| Registration Number: | 2687966 | HOTLINKS                        |
| Registration Number: | 2489511 | HOTLINKS FOR ELEMENTARY SCIENCE |
| Registration Number: | 2717656 | MAYAQUEST                       |
| Registration Number: | 2657568 | REALTIME EVENTS                 |
| Registration Number: | 2497437 | TEACHER'S WEBPACK               |
| Registration Number: | 2694521 | THE QUEST CHANNEL               |
| Registration Number: | 2712536 | THE QUEST CHANNEL               |
| Registration Number: | 2208764 | CHILDREN'S MAGAZINE GUIDE       |
| Registration Number: | 1704863 | CHILDREN'S MAGAZINE GUIDE       |
| Registration Number: | 2048485 | CLEAR & SIMPLE                  |
| Registration Number: | 2324558 | CRINKLES                        |
| Registration Number: | 2295813 | CRINKLES                        |
| Registration Number: | 2415165 | GEM GREENWOOD ELECTRONIC MEDIA  |
| Registration Number: | 3065787 | GENREFLECTING                   |
| Registration Number: | 1415868 | PRAEGER                         |
| Registration Number: | 1274273 | Q QUORUM                        |
| Registration Number: | 1520892 | THE READER'S ADVISER            |
| Registration Number: | 1986122 | !VEN CONMIGO!                   |
| Registration Number: | 1944730 | ¡VEN CONMIGO!                   |
| Registration Number: | 2923895 | ¡EXPRESATE!                     |
| Registration Number: | 2942664 | ¡EXPRESATE!                     |
| Registration Number: | 3059281 | ¡EXPRESATE!                     |
| Registration Number: | 2746773 | 1866                            |
| Registration Number: | 2695808 | KBOOM                           |
| Registration Number: | 1164609 | A HARVEST/HBJ BOOK              |
| Registration Number: | 2393771 | A TO ZOO                        |

|                      |         |                      |
|----------------------|---------|----------------------|
| Registration Number: | 2393770 | A TO ZOO             |
| Registration Number: | 1971829 | ALLEZ, VIENS!        |
| Registration Number: | 1974217 | ALLEZ, VIENS!        |
| Registration Number: | 3256357 | AMERICAN ANTHEM      |
| Registration Number: | 3256356 | AMERICAN ANTHEM      |
| Registration Number: | 1914332 | ANYTIME IS MATH TIME |
| Registration Number: | 1977169 | ANYTIME MATH         |
| Registration Number: | 1977168 | ANYTIME MATH         |
| Registration Number: | 1977167 | ANYTIME MATH         |
| Registration Number: | 2986461 | ART EVERYWHERE       |
| Registration Number: | 2152220 | ART EXPRESS          |
| Registration Number: | 2241120 | ART EXPRESS          |
| Registration Number: | 3280540 | BIEN DIT!            |
| Registration Number: | 3291632 | BIEN DIT!            |
| Registration Number: | 1921998 | BIOLOGY TODAY        |
| Registration Number: | 2180681 | BIOSOURCES           |
| Registration Number: | 2180682 | BIOSOURCES           |
| Registration Number: | 1811532 | BROWNDEER PRESS      |
| Registration Number: | 1744474 | BUILD-A-KIT          |
| Registration Number: | 2955420 | CALL TO FAITH        |
| Registration Number: | 2882731 | CALL TO FAITH        |
| Registration Number: | 2942700 | CALL TO FAITH        |
| Registration Number: | 2249730 | CHEMFILE             |
| Registration Number: | 2301714 | CHEMFILE             |
| Registration Number: | 2037927 | CIELO ABIERTO        |
| Registration Number: | 2064019 | CIELO ABIERTO        |
| Registration Number: | 3256351 | CIVICS IN PRACTICE   |
| Registration Number: | 3260880 | CIVICS IN PRACTICE   |
| Registration Number: | 1958361 | COMPUTER LINKS       |
| Registration Number: | 1851090 |                      |
| Registration Number: | 2140207 |                      |
| Registration Number: | 2364545 |                      |
| Registration Number: | 2344003 |                      |
| Registration Number: | 2092985 |                      |
| Registration Number: | 2105249 |                      |

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|----------------------|---------|----------------------------|
| Registration Number: | 1725641 |                            |
| Registration Number: | 1755519 |                            |
| Registration Number: | 2836203 |                            |
| Registration Number: | 1959089 |                            |
| Registration Number: | 2195064 | E-LAB                      |
| Registration Number: | 2232846 | E-LAB                      |
| Registration Number: | 2191545 | E-LAB                      |
| Registration Number: | 2836200 | ELEMENTS OF LANGUAGE       |
| Registration Number: | 2836198 | ELEMENTS OF LANGUAGE       |
| Registration Number: | 2836207 | ELEMENTS OF LITERATURE     |
| Registration Number: | 2836208 | ELEMENTS OF LITERATURE     |
| Registration Number: | 3150816 | ELEMENTS OF READING        |
| Registration Number: | 3138706 | ELEMENTS OF READING        |
| Registration Number: | 2960484 | ELEMENTS OF READING        |
| Registration Number: | 2836204 | ELEMENTS OF WRITING        |
| Registration Number: | 2836199 | ELEMENTS OF WRITING        |
| Registration Number: | 1839309 | ESTRELLAS DE LA LITERATURA |
| Registration Number: | 1839416 | ESTRELLAS DE LA LITERATURA |
| Registration Number: | 2754425 | GEOSKILLS                  |
| Registration Number: | 3257625 | GO.HRW.COM                 |
| Registration Number: | 2484058 | GRAMMAR JINGLES            |
| Registration Number: | 2486398 | GRAMMAR JINGLES            |
| Registration Number: | 1994073 | GRAPH LINKS                |
| Registration Number: | 1989170 | GRAPH LINKS                |
| Registration Number: | 2288303 | GREEN LIGHT READERS        |
| Registration Number: | 1718098 | GULLIVER BOOKS             |
| Registration Number: | 1757639 | GULLIVER GREEN             |
| Registration Number: | 861720  | HARBINGER                  |
| Registration Number: | 2403228 | HARCOURT                   |
| Registration Number: | 2418049 | HARCOURT                   |
| Registration Number: | 2399024 | HARCOURT                   |
| Registration Number: | 2373758 | HARCOURT                   |
| Registration Number: | 2418596 | HARCOURT                   |
| Registration Number: | 2386508 | HARCOURT                   |
| Registration Number: | 2423984 | HARCOURT                   |

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| Registration Number: | 2451688  | HARCOURT                               |
| Registration Number: | 2394253  | HARCOURT                               |
| Registration Number: | 2384169  | HARCOURT                               |
| Registration Number: | 1922761  | HARCOURT BRACE                         |
| Registration Number: | 861393   | HARVEST                                |
| Registration Number: | 2431544  | HI                                     |
| Registration Number: | 2844416  | HOLT                                   |
| Registration Number: | 2779364  | HOLT                                   |
| Registration Number: | 2249740  | HOLT CHEMFILE                          |
| Registration Number: | 2303746  | HOLT CHEMFILE                          |
| Registration Number: | 2852163  | HOLT ONLINE ESSAY SCORING              |
| Registration Number: | 2902739  | HOLT ONLINE LEARNING                   |
| Serial Number:       | 77125283 | CALL TO CELEBRATE                      |
| Serial Number:       | 77125657 | CALL TO CELEBRATE                      |
| Registration Number: | 3062822  | HOLT PROFESSIONAL DEVELOPMENT          |
| Registration Number: | 3062874  | HOLT PROFESSIONAL DEVELOPMENT          |
| Registration Number: | 2438434  | HOLT, RINEHART AND WINSTON INTERACTIVE |
| Registration Number: | 2008960  | HRW                                    |
| Registration Number: | 1996112  | HRW                                    |
| Registration Number: | 1943779  | HRW MULTIMEDIA CURRICULUM SYSTEMS      |
| Registration Number: | 1948433  | HRW MULTIMEDIA CURRICULUM SYSTEMS      |
| Registration Number: | 2994745  | IDEA WORKS!                            |
| Registration Number: | 2131889  | INSTANT READERS                        |
| Registration Number: | 2131892  | INSTANT READERS                        |
| Registration Number: | 2131920  | INSTANT READERS                        |
| Registration Number: | 2131917  | INSTANT READERS                        |
| Registration Number: | 1778520  | INTERACTIVE TEACHING PAC               |
| Registration Number: | 1917740  | KOMM MIT!                              |
| Registration Number: | 1892133  | KOMM MIT!                              |
| Registration Number: | 1916397  | LIBROS VIAJERO                         |
| Registration Number: | 2599348  | LULLABY LIGHTS                         |
| Registration Number: | 1743993  | M.C. LION                              |
| Registration Number: | 2095020  | MAGIC CARPET BOOKS                     |
| Registration Number: | 2086328  | MAGIC CARPET BOOKS                     |
| Registration Number: | 2245170  | MATEMATICAS MI VENTAJA                 |

|                      |         |                             |
|----------------------|---------|-----------------------------|
| Registration Number: | 2159672 | MATH ADVANTAGE              |
| Registration Number: | 2162808 | MATH ADVANTAGE              |
| Registration Number: | 3185016 | MATH CENTER                 |
| Registration Number: | 2574759 | MATH JINGLES                |
| Registration Number: | 2503326 | MATH JINGLES                |
| Registration Number: | 1692959 | MATHEMATICS PLUS            |
| Registration Number: | 2853015 | MILES THE MOLE              |
| Registration Number: | 2476221 | MINIREAD                    |
| Registration Number: | 2476222 | MINIREAD                    |
| Registration Number: | 2504468 | MINIREAD                    |
| Registration Number: | 2504467 | MINI READ                   |
| Registration Number: | 2495065 | MISSION: COMPREHENSION      |
| Registration Number: | 1877577 | MODERN BIOLOGY              |
| Registration Number: | 1916234 | MODERN BIOLOGY              |
| Registration Number: | 3057147 | MODERN CHEMISTRY            |
| Registration Number: | 2773458 | MODERN CHEMISTRY            |
| Registration Number: | 2773499 | MODERN EARTH SCIENCE        |
| Registration Number: | 2812478 | MODERN EARTH SCIENCE        |
| Registration Number: | 2873633 | MODERN PHYSICS              |
| Registration Number: | 2874092 | MOVING INTO ENGLISH         |
| Registration Number: | 2874093 | MOVING INTO ENGLISH         |
| Registration Number: | 3067477 | NUEVAS VISTAS               |
| Registration Number: | 3040227 | NUEVAS VISTAS               |
| Registration Number: | 2086123 | ON MY OWN                   |
| Registration Number: | 2446541 | ONE-STOP PLANNER            |
| Registration Number: | 1984784 | PATTERN MAKER               |
| Registration Number: | 1981753 | PATTERN MAKER               |
| Registration Number: | 2458216 | PHONICS EXPRESS             |
| Registration Number: | 2800168 | POWERNOTES                  |
| Registration Number: | 1914331 | PROBLEM SOLVING THINK ALONG |
| Registration Number: | 1964571 | RED WAGON BOOKS             |
| Registration Number: | 3131011 | REFLECTIONS                 |
| Registration Number: | 3127949 | REFLECTIONS                 |
| Registration Number: | 2126437 | RELATOS DE LA HISTORIA      |
| Registration Number: | 1977166 | SCIENCE ANYTIME             |

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| Registration Number: | 1778312  | SCIENCEPLUS                  |
| Registration Number: | 1708134  | SCIENCEPLUS                  |
| Registration Number: | 2133209  | SILVER WHISTLE               |
| Registration Number: | 2091859  | STORIES IN TIME              |
| Registration Number: | 2056152  | STORIES IN TIME              |
| Serial Number:       | 77046604 | HOLT SOUNDBOOTH              |
| Serial Number:       | 77074802 | RELATOS DE LA HISTORIA       |
| Serial Number:       | 77024065 | STORYTOWN                    |
| Registration Number: | 1979765  | STRETCH YOUR THINKING        |
| Registration Number: | 1979764  | TAKE ANOTHER LOOK            |
| Registration Number: | 1744519  | TEACHER'S RESOURCEBANK       |
| Registration Number: | 1429047  | THE BIOFILE                  |
| Registration Number: | 2893957  | THE INTERVENTION SOLUTION    |
| Registration Number: | 1901641  | TREASURY OF LITERATURE       |
| Registration Number: | 1894104  | TREASURY OF LITERATURE       |
| Registration Number: | 1894201  | TREASURY OF LITERATURE       |
| Registration Number: | 1978458  | USE WHAT YOU KNOW            |
| Registration Number: | 1908415  | VOYAGER BOOKS                |
| Registration Number: | 2186512  | WALKING BY FAITH             |
| Registration Number: | 2409976  | WALKING BY FAITH             |
| Registration Number: | 1905624  | WORKMAT                      |
| Registration Number: | 2958353  | ACCESS 21ST CENTURY          |
| Registration Number: | 2902485  | ACHIEVE IT!                  |
| Registration Number: | 3016479  | ACTIVATE EARLY LEARNING      |
| Registration Number: | 3024883  | ACTIVATE EARLY LEARNING      |
| Registration Number: | 2157157  | BUILDING STRATEGIES          |
| Registration Number: | 2428222  | CHIQUILIBROS                 |
| Registration Number: | 2840344  | CORE SKILLS                  |
| Registration Number: | 2419335  |                              |
| Registration Number: | 2421542  |                              |
| Registration Number: | 1745771  |                              |
| Registration Number: | 2235013  | EARTH: FORCES AND FORMATIONS |
| Registration Number: | 2993480  | E-ASSESSMENT                 |
| Registration Number: | 2851720  | E-ASSESSMENT                 |
| Registration Number: | 2077060  | EDL                          |

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| Registration Number: | 1140744  | EDL READING POWER MODULE                      |
| Registration Number: | 2482212  | EN PAREJAS                                    |
| Registration Number: | 2423480  | EN PAREJAS                                    |
| Registration Number: | 2279508  | ENGLISH ASAP                                  |
| Registration Number: | 2278206  | ENGLISH ASAP                                  |
| Registration Number: | 1063766  | FILMSTIK                                      |
| Registration Number: | 2279509  | FOCUS ON SCIENCE                              |
| Registration Number: | 3254655  | GREAT STRIDES                                 |
| Registration Number: | 2739262  | I LEARNING ONLINE INTERACTIVE                 |
| Registration Number: | 2736051  | I LOLI  |
| Registration Number: | 3257646  | IN STEP READERS                               |
| Registration Number: | 2027056  | LEARNING 100                                  |
| Registration Number: | 805209   | LISTEN AND READ                               |
| Registration Number: | 3325486  | LITERACY BY DESIGN                            |
| Registration Number: | 3325487  | LITERACY BY DESIGN                            |
| Registration Number: | 3254657  | LYNX  |
| Registration Number: | 2220875  | MANY PLACES, FRIENDLY FACES                   |
| Registration Number: | 3042127  | MAX THE BEAR                                  |
| Registration Number: | 2595786  | ON DECK                                       |
| Registration Number: | 2878793  | K-9 NATION                                    |
| Registration Number: | 2886065  | ON OUR WAY TO ENGLISH                         |
| Registration Number: | 2423479  | PAIR-IT BOOKS                                 |
| Registration Number: | 2155408  | PAIR-IT BOOKS                                 |
| Registration Number: | 2604729  | PHONICS BUILD-A-WORD BOOKS                    |
| Registration Number: | 2612602  | PHONICS BUILD-A-WORD BOOKS                    |
| Registration Number: | 2612374  | PHONICS BUILD-A-WORD BOOKS                    |
| Registration Number: | 2607321  | PHONICS BUILD-A-WORD BOOKS                    |
| Registration Number: | 2111404  | PHONICSMART                                   |
| Registration Number: | 2722469  | POWER UP! BUILDING READING STRENGTH           |
| Registration Number: | 2314342  | REACH FOR READING                             |
| Registration Number: | 2379157  | REACHING HIGHER                               |
| Registration Number: | 2523933  | REACHING UP                                   |
| Registration Number: | 2958351  | READS READING EVALUATION AND DIAGNOSIS SYSTEM |
| Serial Number:       | 77024090 | STORYTOWN                                     |
| Serial Number:       | 77309860 | TILT  |



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|----------------------|----------|--|
| Serial Number:       | 77054286 | LYNX   |
| Serial Number:       | 78819785 | READ ON  |
| Serial Number:       | 78819795 | READ ON  |
| Registration Number: | 3254627  | READS READING EVALUATION AND DIAGNOSTIC SYSTEM |
| Registration Number: | 2575274  | RIGBY  |
| Registration Number: | 2561211  | RIGBY  |
| Registration Number: | 2533714  | RIGBY  |
| Registration Number: | 2685761  | RIGBY BEST TEACHERS PRESS                      |
| Registration Number: | 2575415  | RIGBYCAMPUS.COM                                |
| Registration Number: | 2796499  | RISE   |
| Registration Number: | 1819899  | RSVP   |
| Registration Number: | 3171625  | SAXON  |
| Registration Number: | 3171627  | SAXON  |
| Registration Number: | 3224520  | SAXON EARLY LEARNING                           |
| Registration Number: | 3183435  | SAXON EARLY LEARNING                           |
| Registration Number: | 3171487  | SAXON EARLY LEARNING                           |
| Registration Number: | 2983481  | SAXON PHONICS                                  |
| Registration Number: | 2906700  | START SMART                                    |
| Registration Number: | 1739812  | STECK-VAUGHN COMPANY                           |
| Registration Number: | 2299950  | STECK-VAUGHN PHONICS READERS PLUS              |
| Registration Number: | 2637126  | STECK-VAUGHN SPELLING LINKING WORDS TO MEANING |
| Registration Number: | 2644358  | STECK-VAUGHN SPELLING LINKING WORDS TO MEANING |
| Registration Number: | 3256354  | STEPS TO ACHIEVE                               |
| Registration Number: | 2777742  | STRENGTH IN NUMBERS                            |
| Registration Number: | 3305783  | SUMMER STUDIO                                  |
| Registration Number: | 3293260  | SUMMER STUDIO                                  |
| Registration Number: | 1972667  | TEST BEST                                      |
| Registration Number: | 2838150  | THINK-ALONGS                                   |
| Registration Number: | 2838221  | THINK-ALONGS                                   |
| Registration Number: | 2279507  | TOOLS FOR PROBLEM SOLVING                      |
| Registration Number: | 3258472  | TOP LINE MATH                                  |
| Registration Number: | 2643847  | TUGS & HUGS                                    |
| Registration Number: | 2143050  | WHAT ABOUT                                     |
| Registration Number: | 2487125  | WONDER WRITERS                                 |
| Registration Number: | 1107295  | WORD CLUES                                     |

TRADEMARK

REEL: 003696 FRAME: 0263

|                      |          |   |
|----------------------|----------|---|
| Registration Number: | 509901   | WORKTEXT  |
| Serial Number:       | 77152773 | STECK-VAUGHN  |
| Serial Number:       | 77152996 | STECK-VAUGHN  |
| Serial Number:       | 77056191 | VOCABULARY ADVANTAGE  |
| Registration Number: | 3118881  | A2L   |
| Registration Number: | 3084287  | ACCESS BUILDING LITERACY THROUGH LEARNING                       |
| Registration Number: | 2674598  | AIM HIGHER  |
| Registration Number: | 2668121  | AIM HIGHER  |
| Registration Number: | 2630457  | ASSESS2   |
| Registration Number: | 2617098  | ASSESS2KNOW   |
| Registration Number: | 3123903  | ASSESS2KNOW   |
| Registration Number: | 3307820  | ASSESS2KNOW   |
| Registration Number: | 3298540  | ASSESS2KNOW   |
| Registration Number: | 2834877  | ASSESS2LEARN  |
| Registration Number: | 2685403  | ASSESS2LEARN  |
| Registration Number: | 2847929  | ASSESS2LEARN  |
| Registration Number: | 2685407  | ASSESS2LEARN  |
| Registration Number: | 2946363  | BEAR BASIC EARLY ASSESSMENT OF READING                          |
| Registration Number: | 2756951  | BEAR BASIC EARLY ASSESSMENT OF READING                          |
| Registration Number: | 3131741  | BATERIA III   |
| Registration Number: | 3131805  | BATERIA III WOODCOCK-MUÑOZ                                      |
| Registration Number: | 2605875  | BEAR  |
| Registration Number: | 2769779  | BEAR  |
| Registration Number: | 2605874  | BEAR  |
| Registration Number: | 2828276  | BEAR  |
| Registration Number: | 2939148  | BEAR BASIC EARLY ASSESSMENT OF READING<br>COMPUTER-ADMINISTERED |
| Registration Number: | 1198662  | BENDER  |
| Registration Number: | 2060454  | BIBLIOBASE  |
| Registration Number: | 2063454  | BIBLIOBASE  |
| Registration Number: | 2699982  | CALABASH  |
| Registration Number: | 2677696  | CALABASH  |
| Registration Number: | 2677781  | CALABASH  |
| Registration Number: | 2677695  | CALABASH  |
| Registration Number: | 2677699  | CALABASH PROFESSIONAL LEARNING SYSTEMS                          |

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|----------------------|---------|---|
| Registration Number: | 3322223 | CLARION BOOKS   |
| Registration Number: | 2767185 | CLASSWELL   |
| Registration Number: | 2528574 | CLASSWELL   |
| Registration Number: | 2612696 | CLASSWELL   |
| Registration Number: | 2528576 | CLASSWELL LEARNING GROUP  |
| Registration Number: | 2363237 | CLASSZONE   |
| Registration Number: | 1492201 | COGAT   |
| Registration Number: | 2364704 | COMPUSCORE  |
| Registration Number: | 2970644 | CONCENTRATE ON!   |
| Registration Number: | 2402896 | CREATING AMERICA  |
| Registration Number: | 3125501 | DAR DIAGNOSTIC ASSESSMENTS OF READING                                   |
| Registration Number: | 1708124 | DARTTS  |
| Registration Number: | 1718054 | DARTTS DIAGNOSTIC ASSESSMENTS OF READING WITH TRIAL TEACHING STRATEGIES |
| Registration Number: | 2358372 | DATA PLACE  |
| Registration Number: | 3052876 | EARLY SUCCESS   |
| Registration Number: | 2581317 | EAROBICS  |
| Registration Number: | 2637359 | EAROBICS  |
| Registration Number: | 2537250 | EAROBICS BUILDS BETTER READERS  |
| Registration Number: | 2530620 | EAROBICS BUILDS BETTER READERS  |
| Registration Number: | 2618796 | EAROBICS LITERACY LAUNCH  |
| Registration Number: | 2140700 | EDUCATION PLACE   |
| Registration Number: | 1955517 | EDUSOFT   |
| Registration Number: | 2267215 | EDUSPACE  |
| Registration Number: | 2081479 | EVERY DAY COUNTS  |
| Registration Number: | 3025499 | FIVE LITTLE MONKEYS   |
| Registration Number: | 2070757 | FLASHGUIDE  |
| Registration Number: | 2931060 | GAMEGOO   |
| Registration Number: | 2444444 | GATES-MACGINITIE READING TESTS  |
| Registration Number: | 2444443 | GATES-MACGINITIE READING TESTS  |
| Registration Number: | 2908088 | GEOLOGYLINK   |
| Registration Number: | 2541880 | GEOLOGYLINK   |
| Registration Number: | 2719172 | GEOMETREATS   |
| Registration Number: | 2438599 | GMRT  |
| Registration Number: | 2919657 | GRAPHIA   |

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|----------------------|---------|---------------------------------------|
| Registration Number: | 2919654 | GRAPHIA                               |
| Registration Number: | 2065921 | GREAT SOURCE                          |
| Registration Number: | 2133119 | GREAT SOURCE                          |
| Registration Number: | 2131062 | GREAT SOURCE                          |
| Registration Number: | 3185312 | GREAT SOURCE PROGRESS PLUS            |
| Registration Number: | 3072642 | GREAT SOURCE READING ADVANTAGE        |
| Registration Number: | 3113529 | GREAT SOURCE READING ADVANTAGE        |
| Registration Number: | 2007016 | GREAT START                           |
| Registration Number: | 1106063 | H HEATH                               |
| Registration Number: | 0917233 | HEATH                                 |
| Registration Number: | 2769881 | HM MATHSPACE                          |
| Registration Number: | 2725551 | HM MATHSPACE                          |
| Registration Number: | 2765159 | HM MATHSPACE                          |
| Registration Number: | 2589754 | HMCLASSPREP                           |
| Registration Number: | 1700276 | HOUGHTON MIFFLIN                      |
| Registration Number: | 0432144 |                                       |
| Registration Number: | 2285490 | HOUGHTON MIFFLIN                      |
| Registration Number: | 2140707 | HOUGHTON MIFFLIN EDUCATION PLACE      |
| Registration Number: | 2267214 | HOUGHTON MIFFLIN EDUSPACE             |
| Registration Number: | 2132119 | HOUGHTON MIFFLIN SCHOOL DIRECT        |
| Registration Number: | 2816661 | INSIDE WRITING                        |
| Registration Number: | 1517921 | IOWA TESTS OF BASIC SKILLS            |
| Registration Number: | 1516069 | IOWA TESTS OF EDUCATIONAL DEVELOPMENT |
| Registration Number: | 2964654 | IOWA TESTS OF EDUCATIONAL DEVELOPMENT |
| Registration Number: | 1477647 | ITBS                                  |
| Registration Number: | 1496736 | ITED                                  |
| Registration Number: | 2743316 | KAUFMAN FOCUS GUIDES                  |
| Registration Number: | 2080116 | KEYTAB                                |
| Registration Number: | 2640297 | LAHASKA PRESS                         |
| Registration Number: | 2678779 | LAHASKA PRESS                         |
| Registration Number: | 2474067 | LANGUAGE NETWORK                      |
| Registration Number: | 2407034 | LANGUAGE NETWORK                      |
| Registration Number: | 3081315 | LARSON LEARNING                       |
| Registration Number: | 2711266 | LEARNER PROFILE                       |
| Registration Number: | 2652381 | LEARNING MILESTONES                   |

**TRADEMARK**

**REEL: 003696 FRAME: 0266**

|                      |         |                                     |
|----------------------|---------|-------------------------------------|
| Registration Number: | 2586557 | LOGRAMOS                            |
| Registration Number: | 2766610 | LOGRAMOS                            |
| Registration Number: | 2752362 | MATH TRIPS                          |
| Registration Number: | 1960350 | MCDOUGAL LITTELL                    |
| Registration Number: | 3283406 | MCDOUGAL LITTELL RESOURCES2GO       |
| Registration Number: | 3275893 | MCDOUGAL LITTELL RESOURCES2GO       |
| Registration Number: | 2662865 | MEASURING LESS WOULD BE UNBEARABLE  |
| Registration Number: | 2570968 | MIKE MULLIGAN AND HIS STEAM SHOVEL  |
| Registration Number: | 2570958 | MIKE MULLIGAN AND HIS STEAM SHOVEL  |
| Registration Number: | 2569455 | MIKE MULLIGAN AND HIS STEAM SHOVEL  |
| Registration Number: | 2570959 | MIKE MULLIGAN AND HIS STEAM SHOVEL  |
| Registration Number: | 1696070 |                                     |
| Registration Number: | 1378958 |                                     |
| Registration Number: | 0396355 |                                     |
| Registration Number: | 2289050 |                                     |
| Registration Number: | 2838196 | MORE THAN JUST TEACHING TO THE TEST |
| Registration Number: | 2124230 | NEW WAYS TO KNOW                    |
| Registration Number: | 2159564 | NEW WAYS TO KNOW                    |
| Registration Number: | 2209397 | NEW WAYS TO KNOW                    |
| Registration Number: | 2373830 | NEXTEXT                             |
| Registration Number: | 2386341 | NEXTEXT                             |
| Registration Number: | 2468339 | NJPASS                              |
| Registration Number: | 1563337 | NPSS                                |
| Registration Number: | 1691439 | PETERSON FIELD GUIDE SERIES         |
| Registration Number: | 1697568 | PETERSON FIELD GUIDES               |
| Registration Number: | 1697567 | PETERSON FIRST GUIDES               |
| Registration Number: | 2067972 | PETERSON FLASHGUIDES                |
| Registration Number: | 2405223 | PETERSON MULTIMEDIA GUIDES          |
| Registration Number: | 0937608 | PHONICS WE USE                      |
| Registration Number: | 2465297 | PSYCHABILITIES                      |
| Registration Number: | 2465295 | PSYCHABILITIES                      |
| Registration Number: | 3144042 | QUALLS EARLY LEARNING INVENTORY     |
| Registration Number: | 3144043 | QUALLS EARLY LEARNING INVENTORY     |
| Registration Number: | 2740044 | READ UP!                            |
| Registration Number: | 2734492 | READ UP!                            |

**TRADEMARK**

**REEL: 003696 FRAME: 0267**

|                      |         |  |
|----------------------|---------|--|
| Registration Number: | 2770050 | REPORTEXPRESS  |
| Registration Number: | 0767596 | RIVERSIDE  |
| Registration Number: | 1579602 | RIVERSIDE SCORING SERVICE                              |
| Registration Number: | 2253328 | RLSS   |
| Registration Number: | 2820289 | SCANEXPRESS  |
| Registration Number: | 2719067 | SCHOOL DIRECT  |
| Registration Number: | 3294472 | SCIENCE ASSESSMENT SERIES                              |
| Registration Number: | 2595962 | SCIENCESAURUS  |
| Registration Number: | 2672669 | SKILLSTUTOR  |
| Registration Number: | 3242812 | SKILLSURFER  |
| Registration Number: | 3240280 | SKILLSURFER  |
| Registration Number: | 3240281 | SKILLSURFER  |
| Registration Number: | 3242813 | SKILLSURFER  |
| Registration Number: | 3240279 | SKILLSURFER THE ONLINE PIPELINE TO STUDENT PERFORMANCE |
| Registration Number: | 3242811 | SKILLSURFER THE ONLINE PIPELINE TO STUDENT PERFORMANCE |
| Registration Number: | 3240278 | SKILLSURFER THE ONLINE PIPELINE TO STUDENT PERFORMANCE |
| Registration Number: | 3240277 | SKILLSURFER THE ONLINE PIPELINE TO STUDENT PERFORMANCE |
| Registration Number: | 2630459 | SOLUTIONS FOR LITERACY AND LANGUAGE                    |
| Registration Number: | 2613763 | SOLUTIONS FOR LITERACY AND LANGUAGE                    |
| Registration Number: | 2579757 | SOUND FOUNDATIONS FOR LANGUAGE AND LITERACY            |
| Registration Number: | 2800571 | SOUND FOUNDATIONS FOR LANGUAGE AND LITERACY            |
| Registration Number: | 2300905 | SPELLER COASTER!                                       |
| Registration Number: | 2300715 | SPELLING SPREE   |
| Registration Number: | 2474487 | SUMMER SUCCESS   |
| Registration Number: | 2474488 | SUMMER SUCCESS   |
| Registration Number: | 0978877 | VERFLEX  |
| Registration Number: | 1476831 | TAP  |
| Registration Number: | 1560818 | TAYLOR'S GUIDE   |
| Registration Number: | 2140798 | TAYLOR'S WEEKEND GARDENING GUIDES                      |
| Registration Number: | 1619232 | TEST ALERT   |
| Registration Number: | 3187806 | THE 100 WORDS  |
| Registration Number: | 3062003 | THE 100 WORDS  |

|                      |         |  |
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| Registration Number: | 2497860 | THE BEST AMERICAN ESSAYS                   |
| Registration Number: | 2681630 | THE BEST AMERICAN SERIES                   |
| Registration Number: | 2681631 | THE BEST AMERICAN SERIES                   |
| Registration Number: | 2511833 | THE BEST AMERICAN SHORT STORIES            |
| Registration Number: | 1702915 | THE COMPUTER LEARNING WORKS INC            |
| Registration Number: | 2549134 | THE IOWA TESTS                             |
| Registration Number: | 2549130 | THE IOWA TESTS                             |
| Registration Number: | 2401884 | THE NAME THE EXPERTS TRUST                 |
| Registration Number: | 2274488 | THE WRITE TRAITS                           |
| Registration Number: | 3313132 | TURNING INFORMATION INTO ACHIEVEMENT       |
| Registration Number: | 2851609 | TUTOR PLACE                                |
| Registration Number: | 2265725 | UNIT                                       |
| Registration Number: | 2265726 | UNIT UNIVERSAL NONVERBAL INTELLIGENCE TEST |
| Registration Number: | 2434289 | VISUAL GRAMMAR                             |
| Registration Number: | 2264955 | WACKY WEB TALES                            |
| Registration Number: | 2621891 | WE BUILD BETTER READERS                    |
| Registration Number: | 2613182 | WE BUILD BETTER READERS                    |
| Registration Number: | 2456103 | WJ-III                                     |
| Registration Number: | 2458192 | WJ III                                     |
| Registration Number: | 2458191 | WJ III                                     |
| Registration Number: | 2458193 | WJ III                                     |
| Registration Number: | 3182305 | WJ III DIAGNOSTIC READING BATTERY          |
| Registration Number: | 1803155 | WJ-R                                       |
| Registration Number: | 3170450 | WJ III DIAGNOSTIC READING BATTERY          |
| Registration Number: | 1801920 | WOODCOCK-JOHNSON                           |
| Registration Number: | 3161467 | WOODCOCK-MUÑOZ LANGUAGE SURVEY             |
| Registration Number: | 2081480 | WRITE SOURCE                               |
| Registration Number: | 3033906 | WRITE SOURCE                               |
| Registration Number: | 2274468 | WRITE TRAITS                               |
| Registration Number: | 2854618 | WRITE TRAITS                               |
| Registration Number: | 3315422 | WRITESPACE                                 |
| Registration Number: | 3200139 | QELI                                       |
| Registration Number: | 2074846 | CURIOUS GEORGE                             |
| Registration Number: | 2155103 | CURIOUS GEORGE                             |
| Registration Number: | 2281854 | CURIOUS GEORGE                             |

TRADEMARK

REEL: 003696 FRAME: 0269

|                      |          |                                  |
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| Registration Number: | 1409558  | CURIOUS GEORGE                   |
| Registration Number: | 1292195  | CURIOUS GEORGE                   |
| Registration Number: | 2404643  | CURIOUS GEORGE                   |
| Registration Number: | 2363138  | CURIOUS GEORGE                   |
| Registration Number: | 2409189  | CURIOUS GEORGE                   |
| Registration Number: | 2404644  | CURIOUS GEORGE                   |
| Registration Number: | 2406887  | CURIOUS GEORGE                   |
| Registration Number: | 2421846  | CURIOUS GEORGE                   |
| Registration Number: | 2498661  | CURIOUS GEORGE                   |
| Registration Number: | 2376199  | CURIOUS GEORGE                   |
| Registration Number: | 2365348  | CURIOUS GEORGE                   |
| Registration Number: | 2493546  | CURIOUS GEORGE                   |
| Registration Number: | 2588017  | CURIOUS GEORGE                   |
| Registration Number: | 3199754  | CURIOUS GEORGE                   |
| Serial Number:       | 77071621 | 2KNOW!                           |
| Serial Number:       | 76634257 | A2L                              |
| Serial Number:       | 76674697 | DEFINE-A-THON                    |
| Serial Number:       | 76679673 | EAROBICS                         |
| Serial Number:       | 76678733 | ESSAYSMART                       |
| Serial Number:       | 76591699 | FIVE LITTLE MONKEYS              |
| Serial Number:       | 76591696 | FIVE LITTLE MONKEYS              |
| Serial Number:       | 76591695 | FIVE LITTLE MONKEYS              |
| Serial Number:       | 78350957 | FIVE LITTLE MONKEYS              |
| Serial Number:       | 76677994 | ISUCCEED MATH                    |
| Serial Number:       | 76677991 | ISUCCEED MATH                    |
| Serial Number:       | 76677990 | ISUCCEED MATH                    |
| Serial Number:       | 76675776 | MARINER                          |
| Serial Number:       | 76671044 |                                  |
| Serial Number:       | 76677992 | PETERSON REFERENCE GUIDES        |
| Serial Number:       | 76677993 | PETERSON REFERENCE GUIDES SERIES |
| Serial Number:       | 76642915 | SCIENCE ASSESSMENT SERIES        |
| Serial Number:       | 76642917 | SCIENCE ASSESSMENT SERIES        |
| Serial Number:       | 76682829 | TOTAL PRACTICE ZONE              |
| Serial Number:       | 76642919 | UNIT GAT                         |
| Serial Number:       | 76642918 | UNIT GAT                         |



|                |          |                           |
|----------------|----------|---------------------------|
| Serial Number: | 76642913 | UNIT GROUP ABILITIES TEST |
| Serial Number: | 76642914 | UNIT GROUP ABILITIES TEST |
| Serial Number: | 76663576 | WJ III NU                 |
| Serial Number: | 76663575 | WJ III NU                 |

**CORRESPONDENCE DATA**

Fax Number: (866)826-5420  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 3016380511  
Email: ipresearchplus@comcast.net  
Correspondent Name: IP Research Plus, Inc.  
Address Line 1: 21 Tadcaster Circle  
Address Line 2: Attn: Penelope J.A. Agodoa  
Address Line 4: Waldorf, MARYLAND 20602

|                         |                      |
|-------------------------|----------------------|
| ATTORNEY DOCKET NUMBER: | CRS1 C               |
| NAME OF SUBMITTER:      | Penelope J.A. Agodoa |
| Signature:              | /pja/                |
| Date:                   | 01/11/2008           |

**Total Attachments: 44**

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FIRST LIEN TRADEMARK SECURITY AGREEMENT, dated as of December 12, 2007, among CLASSROOM CONNECT, INC., a Delaware corporation, GREENWOOD PUBLISHING GROUP, INC., a Delaware corporation, HMH PUBLISHERS LLC, a Delaware Limited Liability company, HMH SUPPLEMENTAL PUBLISHERS INC., a Delaware corporation; and HOUGHTON MIFFLIN HARCOURT PUBLISHING COMPANY, a Delaware corporation (each a "*Grantor*" and, collectively, (the "*Grantors*"), and CREDIT SUISSE, CAYMAN ISLANDS BRANCH, as collateral agent (the "*Collateral Agent*").

Reference is made to the First Lien Guarantee and Collateral Agreement dated as of December 12, 2007 (as amended, supplemented or otherwise modified from time to time, the "*Security Agreement*"), Riverdeep Education Limited (in the process of changing its name to HMH Publishing Company Limited) ("*Holdings*"), Houghton Mifflin Harcourt Publishers Inc. ("*HMHP*"), HMH Publishers LLC ("*Publishers*") and Houghton Mifflin Harcourt Publishing Company ("*HMCo*", and, together with HMHP and Publishers, collectively, the "*Borrower*"), the subsidiaries of Holdings party thereto and the Collateral Agent. The Lenders have agreed to extend credit to the Borrower subject to the terms and conditions set forth in the First Lien Credit Agreement dated as of December 12, 2007 (as amended, supplemented or otherwise modified from time to time, the "*First Lien Credit Agreement*"). The obligations of the Lenders to extend such credit are conditioned upon, among other things, the execution and delivery of this Agreement. The Grantors are affiliates of the Borrower, will derive substantial benefits from the extension of credit to the Borrower pursuant to the First Lien Credit Agreement and are willing to execute and deliver this Agreement in order to induce the Lenders to extend such credit. Accordingly, the parties hereto agree as follows:

SECTION 1. *Terms.* Capitalized terms used in this Agreement and not otherwise defined herein have the meanings specified in the Security Agreement. The rules of construction specified in Section 1.01(b) of the Security Agreement also apply to this Agreement.

SECTION 2. *Grant of Security Interest.* As security for the payment or performance, as the case may be, in full of the Obligations (and, to the extent provided in Section 7.01(b) of the Security Agreement, the HM 7.20% Notes Obligations), each Grantor, pursuant to the Security Agreement, did and hereby does grant to the Collateral Agent, its successors and assigns, for the benefit of the Secured Parties (and, to the extent provided in Section 7.01(b) of the Security Agreement, the HM 7.20% Noteholders), a security interest in, all right, title or interest in or to any and all of the following assets and properties now owned or at any time hereafter acquired by such Grantor or in which such Grantor now has or at any time in the future may acquire any right, title or interest (collectively, the "*Trademark Collateral*"):

[[3028566]]

(a) all trademarks, service marks, trade names, corporate names, company names, business names, fictitious business names, trade styles, trade dress, logos, other source or business identifiers, designs and general intangibles of like nature, now existing or hereafter adopted or acquired, all registrations and recordings thereof, and all registration and recording applications filed in connection therewith, including registrations and registration applications in the United States Patent and Trademark Office or any similar offices in any State of the United States or any political subdivision thereof, and all extensions or renewals thereof, listed on Schedule I (the "*Trademarks*");


(b) all goodwill associated with or symbolized by the Trademarks; and

(c) all assets, rights and interests that uniquely reflect or embody the Trademarks.

SECTION 3. *Security Agreement.* The security interests granted to the Collateral Agent herein are granted in furtherance, and not in limitation of, the security interests granted to the Collateral Agent pursuant to the Security Agreement. Each Grantor hereby acknowledges and affirms that the rights and remedies of the Collateral Agent with respect to the Trademark Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. In the event of any conflict between the terms of this Agreement and the Security Agreement, the terms of the Security Agreement shall govern.

CREDIT SUISSE, CAYMAN ISLANDS  
BRANCH, as Collateral Agent,

by

  
\_\_\_\_\_  
Name: JUDITH E. SMITH  
Title: DIRECTOR

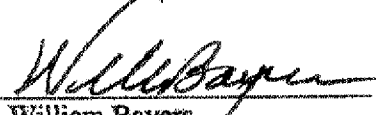
by

  
\_\_\_\_\_  
Name: DOREEN BARR  
Title: VICE PRESIDENT

[SIGNATURE PAGE TO FIRST LIEN TRADEMARK SECURITY AGREEMENT]

CLASSROOM CONNECT, INC.,

by



Name: William Bayers

Title: Senior Vice President

*[SIGNATURE PAGE TO FIRST LIEN TRADEMARK AGREEMENT]*

GREENWOOD PUBLISHING GROUP,  
INC.,

by

A handwritten signature in cursive script, appearing to read "William Bayers", written over a horizontal line.

Name: William Bayers  
Title: Senior Vice President

*[SIGNATURE PAGE TO FIRST LIEN TRADEMARK AGREEMENT]*

HMH PUBLISHERS LLC,

by

  
Name: William Bayers  
Title: Proper Officer

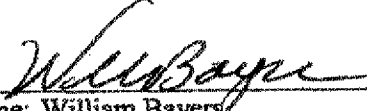
*[SIGNATURE PAGE TO FIRST LIEN TRADEMARK AGREEMENT]*

**TRADEMARK**  
**REEL: 003696 FRAME: 0278**



HMH SUPPLEMENTAL PUBLISHERS  
INC.,

by



Name: William Bayers

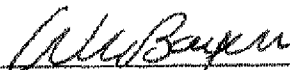
Title: Senior Vice President

*[SIGNATURE PAGE TO FIRST LIEN TRADEMARK AGREEMENT]*

TRADEMARK  
REEL: 003696 FRAME: 0279

HOUGHTON MIFFLIN HARCOURT  
PUBLISHING COMPANY,

by



Name: William Bayers

Title:

*[SIGNATURE PAGE TO FIRST LIEN TRADEMARK SECURITY AGREEMENT]*

**TRADEMARK**  
**REEL: 003696 FRAME: 0280**

SCHEDULE I  
TO  
TRADEMARK SECURITY AGREEMENT

| <b>Grantors</b>                              |
|--|
| Classroom Connect, Inc.                      |
| Greenwood Publishing Group, Inc.             |
| HMH Publishers LLC                           |
| HMH Supplemental Publishers Inc.             |
| Houghton Mifflin Harcourt Publishing Company |

SCHEDULE II  
TO  
TRADEMARK SECURITY AGREEMENT

| Mark (Profile Name)                     | Reg. Owner              | Country Name                   | Class(es)     | App. Date  | Application # | Registration # | Reg. Date  | TM status               |
|---|-------------------------|--------------------------------|---------------|------------|---------------|----------------|------------|-------------------------|
| AMERICAQUEST                            | Classroom Connect, Inc. | United States of America (USA) | 16, 41        | 9/3/1999   | 757791585     | 2463379        | 6/26/2001  | Registered/do not renew |
| AUSTRALIAQUEST                          | Classroom Connect, Inc. | United States of America (USA) | 16, 41        | 8/16/1999  | 75776276      | 2500839        | 10/23/2001 | Registered/do not renew |
| CLASSROOM CONNECT                       | Classroom Connect, Inc. | United States of America (USA) | 16            | 1/3/1995   | 74618119      | 1977886        | 6/4/1996   | Registered              |
| CLASSROOM CONNECT & design              | Classroom Connect, Inc. | United States of America (USA) | 009, 016, 041 | 1/19/1999  | 75623793      | 2480446        | 8/21/2001  | Registered/do not renew |
| CLASSROOM CONNECT & design <spiral>     | Classroom Connect, Inc. | United States of America (USA) | 016, 035, 041 | 6/18/1999  | 75732449      | 2547896        | 3/12/2002  | Registered              |
| CLASSROOM TODAY                         | Classroom Connect, Inc. | United States of America (USA) | 41            | 4/16/1999  | 75685744      | 2513141        | 11/27/2001 | Registered/do not renew |
| CONNECTED CLASSROOM CONFERENCE          | Classroom Connect, Inc. | United States of America (USA) | 41            | 11/14/2002 | 76467215      | 2752735        | 8/19/2003  | Registered              |
| CONNECTED CLASSROOM CONFERENCE & Design | Classroom Connect, Inc. | United States of America (USA) | 41            | 5/2/1996   | 75097963      | 2043693        | 3/11/1997  | Registered/do not renew |
| CONNECTED EDUCATOR                      | Classroom Connect, Inc. | United States of America (USA) | 42            | 4/4/2003   | 76504101      | 2946513        | 5/3/2005   | Registered              |
| CONNECTED TECH                          | Classroom Connect, Inc. | United States of America (USA) | 16            | 3/14/2003  | 76497297      | 2890837        | 10/5/2004  | Registered              |

| Mark (Profile Name)                    | Reg. Owner              | Country Name                   | Class(es)          | App. Date  | Application # | Registration # | Reg. Date  | TM status               |
|--|-------------------------|--------------------------------|--------------------|------------|---------------|----------------|------------|-------------------------|
| CONNECTED TECH                         | Classroom Connect, Inc. | United States of America (USA) | 41                 | 3/17/2003  | 76497911      | 2888385        | 9/28/2004  | Registered              |
| CONNECTED UNIVERSITY                   | Classroom Connect, Inc. | United States of America (USA) | 41                 | 8/10/1998  | 75533202      | 2485613        | 9/4/2001   | Registered              |
| CONTENT THAT CLICKS!                   | Classroom Connect, Inc. | United States of America (USA) | 009, 016, 035, 041 | 5/15/2000  | 76047558      | 2531527        | 1/22/2002  | Registered/do not renew |
| CU <stylized>                          | Classroom Connect, Inc. | United States of America (USA) | 41                 | 8/13/2001  | 76297660      | 2749383        | 8/12/2003  | Registered              |
| Design Only <classroom connect arrows> | Classroom Connect, Inc. | United States of America (USA) | 41                 | 3/13/2001  | 75943124      | 2535663        | 2/5/2002   | Registered/do not renew |
| ESCHOOL                                | Classroom Connect, Inc. | United States of America (USA) | 9                  | 3/21/1997  | 75261381      | 2200311        | 10/27/1998 | Registered              |
| GREECEQUEST                            | Classroom Connect, Inc. | United States of America (USA) | 016, 041           | 8/20/2001  | 76301557      | 2817942        | 2/24/2004  | Registered/do not renew |
| HOTLINKS & Design                      | Classroom Connect, Inc. | United States of America (USA) | 16, 41             | 2/20/2001  | 76212300      | 2687966        | 2/18/2003  | Registered/do not renew |
| HOTLINKS FOR ELEMENTARY SCIENCE        | Classroom Connect, Inc. | United States of America (USA) | 016, 041           | 10/23/1998 | 75575860      | 2489511        | 9/11/2001  | Registered/do not renew |
| MAYAQUEST                              | Classroom Connect, Inc. | United States of America (USA) | 016, 041           | 8/10/1998  | 75533362      | 2717656        | 5/20/2003  | Registered/do not renew |
| REALTIME EVENTS                        | Classroom Connect, Inc. | United States of America (USA) | 41                 | 4/16/1999  | 75684967      | 2657568        | 12/10/2002 | Registered/do not renew |
| TEACHER'S WEBPACK                      | Classroom Connect, Inc. | United States of America (USA) | 9                  | 8/10/1998  | 75533361      | 2497437        | 10/16/2001 | Registered/do not renew |
| THE QUEST CHANNEL                      | Classroom Connect, Inc. | United States of America (USA) | 41                 | 8/25/2000  | 76115999      | 2694521        | 3/11/2003  | Registered/do not renew |

| Mark (Profile Name)                      | Reg. Owner                          | Country Name                      | Class(es) | App. Date | Application # | Registration # | Reg. Date  | TM status                  |
|--|-------------------------------------|-----------------------------------|-----------|-----------|---------------|----------------|------------|----------------------------|
| THE QUEST CHANNEL<br>& design            | Classroom Connect,<br>Inc.          | United States of<br>America (USA) | 41        | 8/28/2000 | 76/116996     | 2712536        | 5/6/2003   | Registered/do<br>not renew |
| CHILDREN'S<br>MAGAZINE GUIDE             | Reed Publishing<br>(Nederland) B.V. | United States of<br>America (USA) | 16        | 9/29/1997 | 75/364191     | 2208764        | 12/8/1998  | Registered                 |
| CHILDREN'S<br>MAGAZINE GUIDE &<br>Design | Reed Publishing<br>(Nederland) B.V. | United States of<br>America (USA) | 16        | 5/9/1990  | 74/057165     | 1704863        | 8/4/1992   | Registered                 |
| CLEAR & SIMPLE                           | Reed Elsevier Inc.                  | United States of<br>America (USA) | 106       | 4/30/1996 | 75096907      | 2048485        | 3/25/1997  | Registered/do<br>not renew |
| CRINKLES                                 | Greenwood Publishing<br>Group, Inc. | United States of<br>America (USA) | 16        | 5/3/1999  | 75697462      | 2324558        | 2/29/2000  | Registered                 |
| CRINKLES <stylized>                      | Greenwood Publishing<br>Group, Inc. | United States of<br>America (USA) | 16        | 9/17/1998 | 75556851      | 2295813        | 11/30/1999 | Registered                 |
| GEM GREENWOOD<br>ELECTRONIC MEDIA        | Greenwood Publishing<br>Group, Inc. | United States of<br>America (USA) | 9         | 3/1/1999  | 75651155      | 2415165        | 12/26/2000 | Registered                 |
| GENREFLECTING                            | Greenwood Publishing<br>Group, Inc. | United States of<br>America (USA) | 41        | 3/4/2005  | 78580004      | 3065787        | 3/7/2006   | Registered                 |
| PRAEGER                                  | Greenwood Publishing<br>Group, Inc. | United States of<br>America (USA) | 16        | 5/1/1986  | 73596295      | 1415868        | 11/4/1986  | Registered                 |
| Q QUORUM design                          | Greenwood Publishing<br>Group, Inc. | United States of<br>America (USA) | 16        | 7/29/1981 | 73321079      | 1274273        | 4/17/1984  | Registered                 |
| THE READER'S<br>ADVISER                  | Reed Elsevier<br>Properties Inc.    | United States of<br>America (USA) | 16        | 5/24/1988 | 730609        | 1520892        | 1/17/1989  | Registered                 |
| IVEN CONMINGO!                           | HMH Publishers LLC                  | United States of<br>America (USA) | 74535250  | 7/18/1995 | 9             | 1986122        | 7/9/1996   | Registered                 |
| IVEN CONMINGO!                           | HMH Publishers LLC                  | United States of<br>America (USA) | 74/535178 | 6/9/1994  | 16            | 1944730        | 12/26/1995 | Registered                 |

| Mark (Profile Name)           | Reg. Owner         | Country Name                   | Class(es) | App. Date | Application # | Registration # | Reg. Date  | TM status           |
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| ¡EXPRESATE!                   | HMH Publishers LLC | United States of America (USA) | 76504116  | 4/4/2003  | 9             | 2923895        | 2/1/2005   | Registered          |
| ¡EXPRESATE!                   | HMH Publishers LLC | United States of America (USA) | 76504112  | 4/4/2003  | 16            | 2942664        | 4/19/2005  | Registered          |
| ¡EXPRESATE!                   | HMH Publishers LLC | United States of America (USA) | 76504113  | 4/4/2003  | 41            | 3059281        | 2/14/2006  | Pending Application |
| 1866 and design <owl >        | HMH Publishers LLC | United States of America (USA) | 76447646  | 9/6/2002  | 16            | 2746773        | 8/5/2003   | Registered          |
| 1866 and design <owl >        | HMH Publishers LLC | United States of America (USA) | 78103103  | 1/16/2002 | 9             | 2695808        | 3/11/2003  | Registered          |
| A HARVEST/HBJ BOOK <stylized> | HMH Publishers LLC | United States of America (USA) | 73204859  | 2/23/1979 | 16            | 1164609        | 8/11/1981  | Registered          |
| A TO ZOO                      | HMH Publishers LLC | United States of America (USA) | 75086484  | 4/10/1996 | 16            | 2393771        | 10/10/2000 | Registered          |
| A TO ZOO                      | HMH Publishers LLC | United States of America (USA) | 75086483  | 4/10/1996 | 9             | 2393770        | 10/10/2000 | Registered          |
| ALLEZ, VIENS! <Come with me>  | HMH Publishers LLC | United States of America (USA) | 74535309  | 6/9/1994  | 16            | 1971829        | 4/30/1996  | Registered          |
| ALLEZ, VIENS! <Come with me>  | HMH Publishers LLC | United States of America (USA) | 74535183  | 6/9/1994  | 9             | 1974217        | 5/14/1996  | Registered          |
| AMERICAN ANTHEM               | HMH Publishers LLC | United States of America (USA) | 78957730  | 8/22/2006 | 9             | 3256357        | 6/26/2007  | Registered          |
| AMERICAN ANTHEM               | HMH Publishers LLC | United States of America (USA) | 78957711  | 8/22/2006 | 16            | 3256356        | 6/26/2007  | Registered          |
| ANYTIME IS MATH TIME          | HMH Publishers LLC | United States of America (USA) | 74421247  | 8/6/1993  | 16            | 1914332        | 8/22/1995  | Registered          |

| Mark (Profile Name) | Reg. Owner         | Country Name                   | Class(es) | App. Date  | Application # | Registration # | Reg. Date  | TM status               |
|---------------------|--------------------|--------------------------------|-----------|------------|---------------|----------------|------------|-------------------------|
| ANYTIME MATH        | HMH Publishers LLC | United States of America (USA) | 74/505556 | 3/28/1994  | 16            | 1977169        | 5/28/1996  | Registered/do not renew |
| ANYTIME MATH        | HMH Publishers LLC | United States of America (USA) | 74/505555 | 3/28/1994  | 28            | 1977168        | 5/28/1996  | Registered/do not renew |
| ANYTIME MATH        | HMH Publishers LLC | United States of America (USA) | 74/505376 | 3/28/1994  | 9             | 1977167        | 5/28/1996  | Registered/do not renew |
| ART EVERYWHERE      | HMH Publishers LLC | United States of America (USA) | 78354647  | 1/21/2004  | 16            | 2986461        | 8/16/2005  | Registered              |
| ART EXPRESS         | HMH Publishers LLC | United States of America (USA) | 75257476  | 3/14/1997  | 9             | 2152220        | 4/21/1998  | Registered              |
| ART EXPRESS         | HMH Publishers LLC | United States of America (USA) | 75257477  | 3/14/1997  | 16            | 2241120        | 4/20/1999  | Registered              |
| BIEN DIT!           | HMH Publishers LLC | United States of America (USA) | 78577172  | 3/1/2005   | 9             | 3280540        | 8/14/2007  | Registered              |
| BIEN DIT!           | HMH Publishers LLC | United States of America (USA) | 78577174  | 3/1/2005   | 16            | 3291632        | 9/11/2007  | Registered              |
| BIOLOGY TODAY       | HMH Publishers LLC | United States of America (USA) | 74591320  | 10/27/1994 | 16            | 1921998        | 9/26/1995  | Registered              |
| BIOSOURCES          | HMH Publishers LLC | United States of America (USA) | 75335257  | 8/4/1997   | 16            | 2180681        | 8/11/1998  | Registered              |
| BIOSOURCES          | HMH Publishers LLC | United States of America (USA) | 75335258  | 8/4/1997   | 9             | 2180682        | 8/11/1998  | Registered              |
| BROWNDEER PRESS     | HMH Publishers LLC | United States of America (USA) | 74282246  | 6/8/1992   | 16            | 1811532        | 12/14/1993 | Registered              |
| BUILD-A-KIT         | HMH Publishers LLC | United States of America (USA) | 74184214  | 7/12/1991  | 16            | 1744474        | 1/5/1993   | Registered              |



| Mark (Profile Name)                     | Reg. Owner         | Country Name                   | Class(es) | App. Date | Application # | Registration # | Reg. Date  | TM status               |
|---|--------------------|--------------------------------|-----------|-----------|---------------|----------------|------------|-------------------------|
| CALL TO CELEBRATE                       | HMH Publishers LLC | United States of America (USA) | 77125283  | 3/8/2007  | 9             |                |            | Pending Application     |
| CALL TO CELEBRATE                       | HMH Publishers LLC | United States of America (USA) | 77125657  | 3/8/2007  | 16            |                |            | Pending Application     |
| CALL TO FAITH                           | HMH Publishers LLC | United States of America (USA) | 76518562  | 6/2/2003  | 9             | 2955420        | 5/24/2005  | Registered              |
| CALL TO FAITH                           | HMH Publishers LLC | United States of America (USA) | 76518561  | 6/2/2003  | 16            | 2882731        | 9/7/2004   | Registered              |
| CALL TO FAITH                           | HMH Publishers LLC | United States of America (USA) | 76518560  | 6/2/2003  | 45            | 2942700        | 4/19/2005  | Registered              |
| CHEMFILE                                | HMH Publishers LLC | United States of America (USA) | 75505604  | 6/19/1998 | 9             | 2249730        | 6/1/1999   | Registered              |
| CHEMFILE                                | HMH Publishers LLC | United States of America (USA) | 75505605  | 6/19/1998 | 16            | 2301714        | 12/21/1999 | Registered              |
| CIELO ABIERTO                           | HMH Publishers LLC | United States of America (USA) | 74733666  | 9/25/1995 | 16            | 2037927        | 2/11/1997  | Registered              |
| CIELO ABIERTO                           | HMH Publishers LLC | United States of America (USA) | 74733817  | 9/25/1995 | 9             | 2064019        | 5/20/1997  | Registered/do not renew |
| CIVICS IN PRACTICE                      | HMH Publishers LLC | United States of America (USA) | 78957597  | 8/22/2006 | 9             | 3256351        | 6/26/2007  | Registered              |
| CIVICS IN PRACTICE                      | HMH Publishers LLC | United States of America (USA) | 78957613  | 8/22/2006 | 16            | 3260880        | 7/10/2007  | Registered              |
| COMPUTER LINKS & Design                 | HMH Publishers LLC | United States of America (USA) | 74535608  | 6/9/1994  | 9             | 1958361        | 2/27/1996  | Registered/do not renew |
| Design Only <Browndeer Press Deer Logo> | HMH Publishers LLC | United States of America (USA) | 74363107  | 2/26/1993 | 16            | 1851090        | 8/23/1994  | Registered              |

| Mark (Profile Name)                  | Reg. Owner         | Country Name                      | Class(es) | App. Date  | Application # | Registration # | Reg. Date  | TM status                  |
|--------------------------------------|--------------------|-----------------------------------|-----------|------------|---------------|----------------|------------|----------------------------|
| Design Only <Geo<br>Georgie Turtle>  | HMH Publishers LLC | United States of<br>America (USA) | 75153700  | 8/21/1996  | 16            | 2140207        | 3/3/1998   | Registered/do<br>not renew |
| Design Only <Greenlight<br>Readers>  | HMH Publishers LLC | United States of<br>America (USA) | 75779131  | 8/19/1999  | 16            | 2364545        | 7/4/2000   | Registered                 |
| Design Only <Gulliver<br>Logo>       | HMH Publishers LLC | United States of<br>America (USA) | 75394698  | 11/24/1997 | 16            | 2344003        | 4/18/2000  | Registered                 |
| Design Only <INSTANT<br>READERS Dog> | HMH Publishers LLC | United States of<br>America (USA) | 75140756  | 7/29/1996  | 9             | 2092985        | 9/2/1997   | Registered                 |
| Design Only <INSTANT<br>READERS Dog> | HMH Publishers LLC | United States of<br>America (USA) | 75174504  | 9/30/1996  | 16            | 2105249        | 10/14/1997 | Registered                 |
| Design only <M C Lion<br>and book>   | HMH Publishers LLC | United States of<br>America (USA) | 74248054  | 2/20/1992  | 16            | 1725641        | 10/20/1992 | Registered                 |
| Design Only <MC Lion>                | HMH Publishers LLC | United States of<br>America (USA) | 74272061  | 5/4/1992   | 28            | 1755519        | 3/2/1993   | Registered                 |
| design only <miles the<br>mole>      | HMH Publishers LLC | United States of<br>America (USA) | 76514838  | 5/16/2003  | 9             | 2836203        | 4/27/2004  | Registered                 |
| Design Only <Red Wagon<br>Books>     | HMH Publishers LLC | United States of<br>America (USA) | 74673950  | 5/15/1995  | 16            | 1959089        | 2/27/1996  | Registered                 |
| E-LAB                                | HMH Publishers LLC | United States of<br>America (USA) | 75286415  | 5/1/1997   | 16            | 2195064        | 10/13/1998 | Registered/do<br>not renew |
| E-LAB                                | HMH Publishers LLC | United States of<br>America (USA) | 75286417  | 5/1/1997   | 41            | 2232846        | 3/16/1999  | Registered                 |
| E-LAB                                | HMH Publishers LLC | United States of<br>America (USA) | 75286416  | 5/1/1997   | 9             | 2191545        | 9/22/1998  | Registered/do<br>not renew |
| ELEMENTS OF<br>LANGUAGE              | HMH Publishers LLC | United States of<br>America (USA) | 76514612  | 4/24/2003  | 9             | 2836200        | 4/27/2004  | Registered                 |

| Mark (Profile Name)        | Reg. Owner         | Country Name                   | Class(es) | App. Date  | Application # | Registration # | Reg. Date | TM status  |
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| ELEMENTS OF LANGUAGE       | HMH Publishers LLC | United States of America (USA) | 76514608  | 4/24/2003  | 16            | 2836198        | 4/27/2004 | Registered |
| ELEMENTS OF LITERATURE     | HMH Publishers LLC | United States of America (USA) | 76515051  | 4/24/2003  | 9             | 2836207        | 4/27/2004 | Registered |
| ELEMENTS OF LITERATURE     | HMH Publishers LLC | United States of America (USA) | 76515052  | 4/24/2003  | 16            | 2836208        | 4/27/2004 | Registered |
| ELEMENTS OF READING        | HMH Publishers LLC | United States of America (USA) | 78709742  | 9/9/2005   | 9             | 3150816        | 10/3/2006 | Registered |
| ELEMENTS OF READING        | HMH Publishers LLC | United States of America (USA) | 78709780  | 9/9/2005   | 41            | 3138706        | 9/5/2006  | Registered |
| ELEMENTS OF READING        | HMH Publishers LLC | United States of America (USA) | 76541205  | 8/20/2003  | 16            | 2960484        | 6/7/2005  | Registered |
| ELEMENTS OF WRITING        | HMH Publishers LLC | United States of America (USA) | 76514898  | 4/24/2003  | 9             | 2836204        | 4/27/2004 | Registered |
| ELEMENTS OF WRITING        | HMH Publishers LLC | United States of America (USA) | 76514611  | 4/24/2003  | 16            | 2836199        | 4/27/2004 | Registered |
| ESTRELLAS DE LA LITERATURA | HMH Publishers LLC | United States of America (USA) | 74431754  | 9/3/1993   | 9             | 1839309        | 6/14/1994 | Registered |
| ESTRELLAS DE LA LITERATURA | HMH Publishers LLC | United States of America (USA) | 74431753  | 9/3/1993   | 16            | 1839416        | 6/14/1994 | Registered |
| GEOSKILLS                  | HMH Publishers LLC | United States of America (USA) | 78098720  | 12/17/2001 | 9             | 2754425        | 8/19/2003 | Registered |
| GOHRW.COM & design         | HMH Publishers LLC | United States of America (USA) | 77036029  | 11/3/2006  | 41            | 3257625        | 7/3/2007  | Registered |
| GRAMMAR JINGLES            | HMH Publishers LLC | United States of America (USA) | 78010476  | 5/30/2000  | 16            | 2484058        | 8/28/2001 | Registered |

| Mark (Profile Name)        | Reg. Owner         | Country Name                   | Class(es) | App. Date  | Application # | Registration # | Reg. Date  | TM status               |
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| GRAMMAR JINGLES            | HMH Publishers LLC | United States of America (USA) | 78008111  | 5/15/2000  | 9             | 2486398        | 9/4/2001   | Registered              |
| GRAPH LINKS                | HMH Publishers LLC | United States of America (USA) | 74574789  | 9/16/1994  | 9             | 1994073        | 8/13/1996  | Registered/do not renew |
| GRAPH LINKS                | HMH Publishers LLC | United States of America (USA) | 74574595  | 9/16/1994  | 16            | 1989170        | 7/23/1996  | Registered/do not renew |
| GREEN LIGHT READERS        | HMH Publishers LLC | United States of America (USA) | 75519321  | 7/15/1998  | 16            | 2288303        | 10/19/1999 | Registered              |
| GULLIVER BOOKS             | HMH Publishers LLC | United States of America (USA) | 74237348  | 1/13/1992  | 16            | 1718098        | 9/22/1992  | Registered              |
| GULLIVER GREEN             | HMH Publishers LLC | United States of America (USA) | 74236960  | 1/13/1992  | 16            | 1757639        | 3/9/1993   | Registered              |
| HARBINGER                  | HMH Publishers LLC | United States of America (USA) | 72285736  | 11/28/1967 | 16            | 861720         | 12/10/1968 | Registered              |
| HARCOURT                   | HMH Publishers LLC | United States of America (USA) | 75536762  | 8/14/1998  | 035, 042      | 2403228        | 11/14/2000 | Registered              |
| HARCOURT                   | HMH Publishers LLC | United States of America (USA) | 75536760  | 8/14/1998  | 28            | 2418049        | 1/2/2001   | Registered              |
| HARCOURT                   | HMH Publishers LLC | United States of America (USA) | 75536761  | 8/14/1998  | 41            | 2399024        | 10/31/2000 | Registered              |
| HARCOURT                   | HMH Publishers LLC | United States of America (USA) | 75536759  | 8/14/1998  | 16            | 2373758        | 8/1/2000   | Registered              |
| HARCOURT                   | HMH Publishers LLC | United States of America (USA) | 75536758  | 8/14/1998  | 9             | 2418596        | 1/9/2001   | Registered              |
| HARCOURT & design <triple> | HMH Publishers LLC | United States of America (USA) | 75644739  | 2/22/1999  | 16            | 2386508        | 9/12/2000  | Registered              |

| Mark (Profile Name)           | Reg. Owner         | Country Name                   | Class(es) | App. Date  | Application # | Registration # | Reg. Date  | TM status               |
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| HARCOURT & design<br><triple> | HMH Publishers LLC | United States of America (USA) | 75644740  | 2/22/1999  | 28            | 2423984        | 1/23/2001  | Registered              |
| HARCOURT & design<br><triple> | HMH Publishers LLC | United States of America (USA) | 75644742  | 2/22/1999  | 035, 041, 042 | 2451688        | 5/15/2001  | Registered              |
| HARCOURT & design<br><triple> | HMH Publishers LLC | United States of America (USA) | 75644741  | 2/22/1999  | 41            | 2394253        | 10/10/2000 | Registered              |
| HARCOURT & design<br><triple> | HMH Publishers LLC | United States of America (USA) | 75644733  | 2/22/1999  | 9             | 2384169        | 9/5/2000   | Registered              |
| HARCOURT BRACE                | HMH Publishers LLC | United States of America (USA) | 74343163  | 9/24/1992  | 009, 016      | 1922761        | 9/26/1995  | Registered              |
| HARVEST                       | HMH Publishers LLC | United States of America (USA) | 72285737  | 11/28/1967 | 16            | 861393         | 12/3/1968  | Registered              |
| HI <stylized>                 | HMH Publishers LLC | United States of America (USA) | 75939767  | 3/9/2000   | 9             | 2431544        | 2/27/2001  | Registered/do not renew |
| HOLT                          | HMH Publishers LLC | United States of America (USA) | 76492598  | 2/25/2003  | 16            | 2844416        | 5/25/2004  | Registered              |
| HOLT                          | HMH Publishers LLC | United States of America (USA) | 76472408  | 12/3/2002  | 9             | 2779364        | 11/4/2003  | Registered              |
| HOLT CHEMFILE &<br>design     | HMH Publishers LLC | United States of America (USA) | 75511257  | 6/30/1998  | 9             | 2249740        | 6/1/1999   | Registered              |
| HOLT CHEMFILE &<br>design     | HMH Publishers LLC | United States of America (USA) | 75511256  | 6/30/1998  | 16            | 2303746        | 12/28/1999 | Registered              |
| HOLT ONLINE ESSAY<br>SCORING  | HMH Publishers LLC | United States of America (USA) | 76492291  | 2/25/2003  | 42            | 2852163        | 6/8/2004   | Registered              |
| HOLT ONLINE<br>LEARNING       | HMH Publishers LLC | United States of America (USA) | 76494160  | 3/3/2003   | 41            | 2902739        | 11/16/2004 | Registered              |

| Mark (Profile Name)                        | Reg. Owner         | Country Name                   | Class(es) | App. Date  | Application # | Registration # | Reg. Date  | TM status               |
|--|--------------------|--------------------------------|-----------|------------|---------------|----------------|------------|-------------------------|
| HOLT PROFESSIONAL DEVELOPMENT              | HMH Publishers LLC | United States of America (USA) | 78524328  | 11/30/2004 | 9             | 3062822        | 2/28/2006  | Registered              |
| HOLT PROFESSIONAL DEVELOPMENT              | HMH Publishers LLC | United States of America (USA) | 78532619  | 12/15/2004 | 41            | 3062874        | 2/28/2006  | Registered              |
| HOLT SOUNDBOOTH                            | HMH Publishers LLC | United States of America (USA) | 77046604  | 11/17/2006 | 41            |                |            | SUSPENDED               |
| HOLT, RINEHART AND WINSTON INTERACTIVE     | HMH Publishers LLC | United States of America (USA) | 75939766  | 3/9/2000   | 9             | 2438434        | 3/27/2001  | Registered/do not renew |
| HRW  | HMH Publishers LLC | United States of America (USA) | 74582800  | 10/5/1994  | 9             | 2008960        | 10/15/1996 | Registered              |
| HRW  | HMH Publishers LLC | United States of America (USA) | 74588424  | 10/5/1994  | 16            | 1996112        | 8/20/1996  | Registered              |
| HRW MULTIMEDIA CURRICULUM SYSTEMS & design | HMH Publishers LLC | United States of America (USA) | 74583113  | 10/6/1994  | 9             | 1943779        | 12/26/1995 | Registered              |
| HRW MULTIMEDIA CURRICULUM SYSTEMS & design | HMH Publishers LLC | United States of America (USA) | 74583114  | 10/6/1994  | 16            | 1948433        | 1/16/1996  | Registered              |
| IDEA WORKS!                                | HMH Publishers LLC | United States of America (USA) | 78423626  | 5/24/2004  | 9             | 2994745        | 9/13/2005  | Registered              |
| INSTANT READERS                            | HMH Publishers LLC | United States of America (USA) | 75133888  | 7/15/1996  | 9             | 2131889        | 1/27/1998  | Registered              |
| INSTANT READERS                            | HMH Publishers LLC | United States of America (USA) | 75134284  | 7/15/1996  | 16            | 2131892        | 1/27/1998  | Registered              |
| INSTANT READERS & Design                   | HMH Publishers LLC | United States of America (USA) | 75140906  | 7/29/1996  | 9             | 2131920        | 1/27/1998  | Registered              |

| Mark (Profile Name)         | Reg. Owner         | Country Name                   | Class(es) | App. Date | Application # | Registration # | Reg. Date  | TM status               |
|-----------------------------|--------------------|--------------------------------|-----------|-----------|---------------|----------------|------------|-------------------------|
| INSTANT READERS & Design    | HMH Publishers LLC | United States of America (USA) | 75140755  | 7/29/1996 | 16            | 2131917        | 1/27/1998  | Registered              |
| INTERACTIVE TEACHING PAC    | HMH Publishers LLC | United States of America (USA) | 74/148504 | 3/18/1991 | 16            | 1778320        | 6/22/1993  | Registered              |
| KOMM MIT!                   | HMH Publishers LLC | United States of America (USA) | 74548666  | 7/11/1994 | 9             | 1917740        | 9/12/1995  | Registered              |
| KOMM MIT!                   | HMH Publishers LLC | United States of America (USA) | 74521096  | 5/9/1994  | 16            | 1892133        | 5/2/1995   | Registered              |
| LIBROS VIAJERO & Design     | HMH Publishers LLC | United States of America (USA) | 74544806  | 7/1/1994  | 16            | 1916397        | 9/5/1995   | Registered              |
| LULLABY LIGHTS              | HMH Publishers LLC | United States of America (USA) | 76250636  | 5/3/2001  | 11            | 2599348        | 7/23/2002  | Registered/do not renew |
| M.C. LION                   | HMH Publishers LLC | United States of America (USA) | 74184786  | 7/15/1991 | 28            | 1743993        | 12/29/1992 | Registered              |
| MAGIC CARPET BOOKS          | HMH Publishers LLC | United States of America (USA) | 75161870  | 9/6/1996  | 16            | 2095020        | 9/9/1997   | Registered              |
| MAGIC CARPET BOOKS & Design | HMH Publishers LLC | United States of America (USA) | 74698680  | 7/10/1995 | 16            | 2086328        | 8/5/1997   | Registered              |
| MATEMATICAS MIVENTAJA       | HMH Publishers LLC | United States of America (USA) | 75/414317 | 1/6/1998  | 16            | 2245170        | 5/11/1999  | Registered              |
| MATH ADVANTAGE              | HMH Publishers LLC | United States of America (USA) | 75/190997 | 11/1/1996 | 9             | 2159672        | 5/19/1998  | Registered              |
| MATH ADVANTAGE              | HMH Publishers LLC | United States of America (USA) | 75190998  | 11/1/1996 | 16            | 2162808        | 5/19/1998  | Registered              |
| MATH CENTER                 | HMH Publishers LLC | United States of America (USA) | 76497285  | 3/14/2003 | 9             | 3185016        | 12/12/2006 | Registered              |

| Mark (Profile Name)    | Reg. Owner         | Country Name                   | Class(es) | App. Date  | Application # | Registration # | Reg. Date  | TM status               |
|------------------------|--------------------|--------------------------------|-----------|------------|---------------|----------------|------------|-------------------------|
| MATH JINGLES           | HMH Publishers LLC | United States of America (USA) | 78007897  | 5/12/2000  | 9             | 2574759        | 5/28/2002  | Registered              |
| MATH JINGLES           | HMH Publishers LLC | United States of America (USA) | 78010483  | 5/30/2000  | 16            | 2503326        | 10/30/2001 | Registered              |
| MATHEMATICS PLUS       | HMH Publishers LLC | United States of America (USA) | 74114744  | 11/13/1990 | 16            | 1692959        | 6/9/1992   | Registered              |
| MILES THE MOLE         | HMH Publishers LLC | United States of America (USA) | 76514839  | 5/16/2003  | 9             | 2853015        | 6/15/2004  | Registered              |
| MINIREAD               | HMH Publishers LLC | United States of America (USA) | 75594254  | 11/23/1998 | 9             | 2476221        | 8/7/2001   | Registered/do not renew |
| MINIREAD               | HMH Publishers LLC | United States of America (USA) | 75594255  | 11/23/1998 | 16            | 2476222        | 8/7/2001   | Registered              |
| MINIREAD & design      | HMH Publishers LLC | United States of America (USA) | 76197982  | 1/23/2001  | 16            | 2504468        | 11/6/2001  | Registered              |
| MINIREAD & design      | HMH Publishers LLC | United States of America (USA) | 76197981  | 1/23/2001  | 9             | 2504467        | 11/6/2001  | Registered              |
| MISSION: COMPREHENSION | HMH Publishers LLC | United States of America (USA) | 75923646  | 2/22/2000  | 9             | 2495065        | 10/2/2001  | Registered              |
| MODERN BIOLOGY         | HMH Publishers LLC | United States of America (USA) | 74459119  | 11/17/1993 | 16            | 1877577        | 2/7/1995   | Registered              |
| MODERN BIOLOGY         | HMH Publishers LLC | United States of America (USA) | 74562846  | 8/19/1994  | 9             | 1916234        | 9/5/1995   | Registered              |
| MODERN CHEMISTRY       | HMH Publishers LLC | United States of America (USA) | 78373987  | 2/25/2004  | 9             | 3057147        | 2/7/2006   | Registered              |
| MODERN CHEMISTRY       | HMH Publishers LLC | United States of America (USA) | 76471813  | 12/3/2002  | 16            | 2773458        | 10/14/2003 | Registered              |

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| Mark (Profile Name)  | Reg. Owner         | Country Name                   | Class(es) | App. Date  | Application # | Registration # | Reg. Date  | TM status               |
|----------------------|--------------------|--------------------------------|-----------|------------|---------------|----------------|------------|-------------------------|
| MODERN EARTH SCIENCE | HMH Publishers LLC | United States of America (USA) | 76481351  | 1/10/2003  | 16            | 2773499        | 10/14/2003 | Registered              |
| MODERN EARTH SCIENCE | HMH Publishers LLC | United States of America (USA) | 76475844  | 12/17/2002 | 9             | 2812478        | 2/10/2004  | Registered              |
| MODERN PHYSICS       | HMH Publishers LLC | United States of America (USA) | 76498739  | 3/4/2003   | 16            | 2873633        | 8/17/2004  | Registered              |
| MOVING INTO ENGLISH  | HMH Publishers LLC | United States of America (USA) | 76545275  | 9/5/2003   | 9             | 2874092        | 8/17/2004  | Registered              |
| MOVING INTO ENGLISH  | HMH Publishers LLC | United States of America (USA) | 76545498  | 9/5/2003   | 16            | 2874093        | 8/17/2004  | Registered              |
| NUEVAS VISTAS        | HMH Publishers LLC | United States of America (USA) | 78395542  | 4/2/2004   | 16            | 3067477        | 3/14/2006  | Registered              |
| NUEVAS VISTAS        | HMH Publishers LLC | United States of America (USA) | 78396253  | 4/5/2004   | 9             | 3040227        | 1/10/2006  | Registered              |
| ON MY OWN            | HMH Publishers LLC | United States of America (USA) | 75204157  | 11/25/1996 | 16            | 2086123        | 8/5/1997   | Registered              |
| ONE-STOP PLANNER     | HMH Publishers LLC | United States of America (USA) | 76050109  | 5/16/2000  | 9             | 2446541        | 4/24/2001  | Registered              |
| PATTERN MAKER        | HMH Publishers LLC | United States of America (USA) | 74535458  | 6/9/1994   | 9             | 1984784        | 7/2/1996   | Registered/do not renew |
| PATTERN MAKER        | HMH Publishers LLC | United States of America (USA) | 74535604  | 6/9/1994   | 16            | 1981753        | 6/18/1996  | Registered/do not renew |
| PHONICS EXPRESS      | HMH Publishers LLC | United States of America (USA) | 75706742  | 5/14/1999  | 9             | 2458216        | 6/5/2001   | Registered              |
| POWERNOTES           | HMH Publishers LLC | United States of America (USA) | 76494052  | 3/3/2003   | 9             | 2800168        | 12/30/2003 | Registered              |

| Mark (Profile Name)            | Reg. Owner         | Country Name                      | Class(es) | App. Date  | Application # | Registration # | Reg. Date  | TM status                  |
|--------------------------------|--------------------|-----------------------------------|-----------|------------|---------------|----------------|------------|----------------------------|
| PROBLEM SOLVING<br>THINK ALONG | HMH Publishers LLC | United States of<br>America (USA) | 74/421246 | 8/6/1993   | 16            | 1914331        | 8/22/1995  | Registered                 |
| RED WAGON BOOKS                | HMH Publishers LLC | United States of<br>America (USA) | 74/508679 | 4/4/1994   | 16            | 1964571        | 3/26/1996  | Registered                 |
| REFLECTIONS                    | HMH Publishers LLC | United States of<br>America (USA) | 78512194  | 11/5/2004  | 9             | 3131011        | 8/15/2006  | Registered                 |
| REFLECTIONS                    | HMH Publishers LLC | United States of<br>America (USA) | 78512180  | 11/5/2004  | 16            | 3127949        | 8/8/2006   | Registered                 |
| RELATOS DE LA<br>HISTORIA      | HMH Publishers LLC | United States of<br>America (USA) | 75190700  | 10/31/1996 | 16            | 2126437        | 12/30/1997 | Registered                 |
| RELATOS DE LA<br>HISTORIA      | HMH Publishers LLC | United States of<br>America (USA) | 77074802  | 1/3/2007   | 16            |                |            | Pending<br>Application     |
| SCIENCE ANY TIME               | HMH Publishers LLC | United States of<br>America (USA) | 74/505375 | 3/28/1994  | 28            | 1977166        | 5/28/1996  | Registered/do<br>not renew |
| SCIENCEPLUS                    | HMH Publishers LLC | United States of<br>America (USA) | 74207097  | 9/25/1991  | 9             | 1778312        | 6/22/1993  | Registered                 |
| SCIENCEPLUS                    | HMH Publishers LLC | United States of<br>America (USA) | 74208025  | 9/30/1991  | 16            | 1708134        | 8/18/1992  | Registered                 |
| SILVER WHISTLE                 | HMH Publishers LLC | United States of<br>America (USA) | 75086540  | 4/10/1996  | 16            | 2133209        | 1/27/1998  | Registered                 |
| STORIES IN TIME                | HMH Publishers LLC | United States of<br>America (USA) | 74/700784 | 7/13/1995  | 16            | 2091859        | 8/26/1997  | Registered/do<br>not renew |
| STORIES IN TIME                | HMH Publishers LLC | United States of<br>America (USA) | 74700868  | 7/13/1995  | 9             | 2056152        | 4/22/1997  | Registered/do<br>not renew |
| STORYTOWN                      | HMH Publishers LLC | United States of<br>America (USA) | 77024065  | 10/18/2006 | 9             |                |            | Pending<br>Application     |

| Mark (Profile Name)       | Reg. Owner         | Country Name                   | Class(es) | App. Date  | Application # | Registration # | Reg. Date  | TM status               |
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| STORYTOWN                 | HMH Publishers LLC | United States of America (USA) | 77024090  | 10/18/2006 | 16            |                |            | Pending Application     |
| STRETCH YOUR THINKING     | HMH Publishers LLC | United States of America (USA) | 74700719  | 7/13/1995  | 16            | 1979765        | 6/11/1996  | Registered              |
| TAKE ANOTHER LOOK         | HMH Publishers LLC | United States of America (USA) | 74700718  | 7/13/1995  | 16            | 1979764        | 6/11/1996  | Registered              |
| TEACHERS RESOURCEBANK     | HMH Publishers LLC | United States of America (USA) | 74274033  | 5/11/1992  | 16            | 1744519        | 1/5/1993   | Registered              |
| THE BIOFILE               | HMH Publishers LLC | United States of America (USA) | 73570921  | 11/29/1985 | 009, 016      | 1429047        | 2/17/1987  | Registered/do not renew |
| THE INTERVENTION SOLUTION | HMH Publishers LLC | United States of America (USA) | 76504102  | 4/4/2003   | 16            | 2893957        | 10/12/2004 | Registered              |
| TILT                      | HMH Publishers LLC | United States of America (USA) | 77309860  | 10/22/2007 | 16            |                |            | Pending Application     |
| TREASURY OF LITERATURE    | HMH Publishers LLC | United States of America (USA) | 74542499  | 6/27/1994  | 9             | 1901641        | 6/27/1995  | Registered              |
| TREASURY OF LITERATURE    | HMH Publishers LLC | United States of America (USA) | 74543196  | 6/27/1994  | 16            | 1894104        | 5/16/1995  | Registered              |
| TREASURY OF LITERATURE    | HMH Publishers LLC | United States of America (USA) | 74543265  | 6/27/1994  | 28            | 1894201        | 5/16/1995  | Registered              |
| USE WHAT YOU KNOW         | HMH Publishers LLC | United States of America (USA) | 74700786  | 7/13/1995  | 16            | 1978458        | 6/4/1996   | Registered/do not renew |
| VOYAGER BOOKS & Design    | HMH Publishers LLC | United States of America (USA) | 74489347  | 2/14/1994  | 16            | 1908415        | 8/1/1995   | Registered              |
| WALKING BY FAITH          | HMH Publishers LLC | United States of America (USA) | 75166074  | 9/16/1996  | 16            | 2186512        | 9/1/1998   | Registered              |

| Mark (Profile Name)             | Reg. Owner            | Country Name                   | Class(es) | App. Date  | Application # | Registration # | Reg. Date  | TM status  |
|---------------------------------|-----------------------|--------------------------------|-----------|------------|---------------|----------------|------------|------------|
| WALKING BY FAITH                | HMH Publishers LLC    | United States of America (USA) | 75640439  | 2/11/1999  | 9             | 2409976        | 12/5/2000  | Registered |
| WORKMAT                         | HMH Publishers LLC    | United States of America (USA) | 74540063  | 6/20/1994  | 16            | 1905624        | 7/18/1995  | Registered |
| ACCESS 21ST CENTURY             | Harcourt Achieve Inc. | United States of America (USA) | 78289582  | 8/20/2003  | 9             | 2958353        | 5/31/2005  | Registered |
| ACHIEVE IT!                     | Harcourt Achieve Inc. | United States of America (USA) | 78289583  | 8/20/2003  | 16            | 2902485        | 11/9/2004  | Registered |
| ACTIVATE EARLY LEARNING         | Harcourt Achieve Inc. | United States of America (USA) | 78564854  | 2/10/2005  | 16            | 3016479        | 11/15/2005 | Registered |
| ACTIVATE EARLY LEARNING         | Harcourt Achieve Inc. | United States of America (USA) | 78561314  | 2/5/2005   | 9             | 3024883        | 12/6/2005  | Registered |
| BUILDING STRATEGIES             | Harcourt Achieve Inc. | United States of America (USA) | 74698769  | 7/10/1995  | 16            | 2157157        | 5/12/1998  | Registered |
| CHIQUILBROS                     | Harcourt Achieve Inc. | United States of America (USA) | 75827074  | 10/20/1999 | 16            | 2428222        | 2/13/2001  | Registered |
| CORE SKILLS & design            | Harcourt Achieve Inc. | United States of America (USA) | 78255024  | 5/28/2003  | 16            | 2840344        | 5/11/2004  | Registered |
| design only <pair-it books>     | Harcourt Achieve Inc. | United States of America (USA) | 75939765  | 3/9/2000   | 9             | 2419335        | 1/9/2001   | Registered |
| design only <pair-it books>     | Harcourt Achieve Inc. | United States of America (USA) | 75939764  | 3/9/2000   | 16            | 2421542        | 1/16/2001  | Registered |
| Design Only <Steck-Vaughn Book> | Harcourt Achieve Inc. | United States of America (USA) | 74264972  | 4/13/1992  | 16            | 1745771        | 1/12/1993  | Registered |
| EARTH: FORCES AND FORMATIONS    | Harcourt Achieve Inc. | United States of America (USA) | 75255846  | 3/12/1997  | 009, 016      | 2235013        | 3/23/1999  | Registered |

| Mark (Profile Name)          | Reg. Owner            | Country Name                   | Class(es) | App. Date  | Application # | Registration # | Reg. Date  | TM status               |
|------------------------------|-----------------------|--------------------------------|-----------|------------|---------------|----------------|------------|-------------------------|
| E-ASSESSMENT                 | Harcourt Achieve Inc. | United States of America (USA) | 78373688  | 2/25/2004  | 9             | 2993480        | 9/6/2005   | Registered              |
| E-ASSESSMENT                 | Harcourt Achieve Inc. | United States of America (USA) | 76475077  | 12/13/2002 | 16            | 2851720        | 6/8/2004   | Registered              |
| EDL                          | Harcourt Achieve Inc. | United States of America (USA) | 75049920  | 1/29/1996  | 009, 016      | 2077060        | 7/8/1997   | Registered              |
| EDL READING POWER MODULE     | Harcourt Achieve Inc. | United States of America (USA) | 75197402  | 12/19/1978 | 16            | 1140744        | 10/21/1980 | Registered/do not renew |
| EN PAREJAS                   | Harcourt Achieve Inc. | United States of America (USA) | 76099939  | 7/31/2000  | 9             | 2482212        | 8/28/2001  | Registered              |
| EN PAREJAS                   | Harcourt Achieve Inc. | United States of America (USA) | 75939763  | 3/9/2000   | 16            | 2423480        | 1/23/2001  | Registered              |
| ENGLISH ASAP                 | Harcourt Achieve Inc. | United States of America (USA) | 75581652  | 11/3/1998  | 9             | 2279508        | 9/21/1999  | Registered              |
| ENGLISH ASAP                 | Harcourt Achieve Inc. | United States of America (USA) | 75581650  | 11/3/1998  | 16            | 2278206        | 9/14/1999  | Registered              |
| FILMSTK                      | Harcourt Achieve Inc. | United States of America (USA) | 73089117  | 6/2/1976   | 9             | 1063766        | 4/19/1977  | Registered/do not renew |
| FOCUS ON SCIENCE             | Harcourt Achieve Inc. | United States of America (USA) | 75581653  | 11/3/1998  | 16            | 2279509        | 9/21/1999  | Registered              |
| GREAT STRIDES                | Harcourt Achieve Inc. | United States of America (USA) | 77054169  | 11/30/2006 | 16            | 3254655        | 6/26/2007  | Registered              |
| ILLEARNINGONLINE INTERACTIVE | Harcourt Achieve Inc. | United States of America (USA) | 76364283  | 1/29/2002  | 41            | 2739262        | 7/15/2003  | Registered              |
| ILOLI                        | Harcourt Achieve Inc. | United States of America (USA) | 76364284  | 1/29/2002  | 41            | 2736051        | 7/15/2003  | Registered              |

| Mark (Profile Name)         | Reg. Owner            | Country Name                   | Class(es) | App. Date  | Application # | Registration # | Reg. Date  | TM status               |
|-----------------------------|-----------------------|--------------------------------|-----------|------------|---------------|----------------|------------|-------------------------|
| IN STEP READERS             | Harcourt Achieve Inc. | United States of America (USA) | 77054344  | 11/30/2006 | 16            | 3257646        | 7/3/2007   | Registered              |
| LEARNING 100                | Harcourt Achieve Inc. | United States of America (USA) | 75049702  | 1/29/1996  | 009, 016      | 2027056        | 12/31/1996 | Registered              |
| LISTEN AND READ             | Harcourt Achieve Inc. | United States of America (USA) | 72198146  | 7/20/1964  | 9, 16         | 805209         | 3/8/1966   | Registered/do not renew |
| LITERACY BY DESIGN          | Harcourt Achieve Inc. | United States of America (USA) | 77054203  | 11/30/2006 | 9             | 3325486        | 10/30/2007 | Registered              |
| LITERACY BY DESIGN          | Harcourt Achieve Inc. | United States of America (USA) | 77054221  | 11/30/2006 | 16            | 3325487        | 10/30/2007 | Registered              |
| LYNX                        | Harcourt Achieve Inc. | United States of America (USA) | 77054286  | 11/30/2006 | 16            |                |            | SUSPENDED               |
| LYNX                        | Harcourt Achieve Inc. | United States of America (USA) | 77054304  | 11/30/2006 | 9             | 3254657        | 6/26/2007  | Registered              |
| MANY PLACES, FRIENDLY FACES | Harcourt Achieve Inc. | United States of America (USA) | 75256014  | 3/12/1997  | 009, 016      | 2220875        | 1/26/1999  | Registered              |
| MAX THE BEAR                | Harcourt Achieve Inc. | United States of America (USA) | 76297900  | 8/8/2001   | 009, 028      | 3042127        | 1/10/2006  | Registered              |
| ON DECK                     | Harcourt Achieve Inc. | United States of America (USA) | 76186576  | 12/27/2000 | 16            | 2595786        | 7/16/2002  | Registered              |
| ON OUR WAY TO ENGLISH       | Harcourt Achieve Inc. | United States of America (USA) | 76546759  | 9/8/2003   | 16            | 2878793        | 8/31/2004  | Registered              |
| ON OUR WAY TO ENGLISH       | Harcourt Achieve Inc. | United States of America (USA) | 76546760  | 9/8/2003   | 9             | 2886065        | 9/21/2004  | Registered              |
| PAIR-IT BOOKS               | Harcourt Achieve Inc. | United States of America (USA) | 75939762  | 3/9/2000   | 9             | 2423479        | 1/23/2001  | Registered              |

| Mark (Profile Name)                           | Reg. Owner            | Country Name                   | Class(es) | App. Date  | Application # | Registration # | Reg. Date | TM status               |
|---|-----------------------|--------------------------------|-----------|------------|---------------|----------------|-----------|-------------------------|
| PAIR-JT BOOKS                                 | Harcourt Achieve Inc. | United States of America (USA) | 75088006  | 4/15/1996  | 16            | 2155408        | 5/5/1998  | Registered              |
| PHONICS BUILD-A-WORD BOOKS                    | Harcourt Achieve Inc. | United States of America (USA) | 76333102  | 11/2/2001  | 9             | 2604729        | 8/6/2002  | Registered              |
| PHONICS BUILD-A-WORD BOOKS                    | Harcourt Achieve Inc. | United States of America (USA) | 76333103  | 11/2/2001  | 16            | 2612602        | 8/27/2002 | Registered              |
| PHONICS BUILD-A-WORD BOOKS & design           | Harcourt Achieve Inc. | United States of America (USA) | 76276682  | 6/26/2001  | 9             | 2612374        | 8/27/2002 | Registered              |
| PHONICS BUILD-A-WORD BOOKS & design           | Harcourt Achieve Inc. | United States of America (USA) | 76276683  | 6/26/2001  | 16            | 2607321        | 8/13/2002 | Registered              |
| PHONICSMART                                   | Harcourt Achieve Inc. | United States of America (USA) | 75123922  | 6/24/1996  | 009, 016      | 2111404        | 11/4/1997 | Registered/do not renew |
| POWER UP! BUILDING READING STRENGTH           | Harcourt Achieve Inc. | United States of America (USA) | 76339122  | 11/16/2001 | 16            | 2722469        | 6/3/2003  | Registered              |
| REACH FOR READING                             | Harcourt Achieve Inc. | United States of America (USA) | 75618617  | 1/1/1999   | 41            | 2314342        | 2/1/2000  | Registered              |
| REACHING HIGHER                               | Harcourt Achieve Inc. | United States of America (USA) | 75716387  | 5/27/1999  | 41            | 2379157        | 8/22/2000 | Registered              |
| REACHING UP                                   | Harcourt Achieve Inc. | United States of America (USA) | 75707684  | 5/17/1999  | 41            | 2523933        | 1/1/2002  | Registered              |
| READ ON                                       | Harcourt Achieve Inc. | United States of America (USA) | 78819785  | 2/21/2006  | 9             |                |           | Pending Application     |
| READ ON                                       | Harcourt Achieve Inc. | United States of America (USA) | 78819795  | 2/21/2006  | 16            |                |           | Pending Application     |
| READS READING EVALUATION AND DIAGNOSIS SYSTEM | Harcourt Achieve Inc. | United States of America (USA) | 78289298  | 8/19/2003  | 16            | 2958351        | 5/31/2005 | Registered              |

| Mark (Profile Name)                            | Reg. Owner                                     | Country Name                   | Class(es) | App. Date  | Application # | Registration # | Reg. Date  | TM status               |
|--|--|--------------------------------|-----------|------------|---------------|----------------|------------|-------------------------|
| READS READING EVALUATION AND DIAGNOSTIC SYSTEM | Harcourt Achieve Inc.                          | United States of America (USA) | 77029714  | 10/26/2006 | 16            | 3254627        | 6/26/2007  | Registered              |
| RIGBY  | Harcourt Achieve Inc.                          | United States of America (USA) | 76055630  | 5/25/2000  | 9             | 2575274        | 6/4/2002   | Registered              |
| RIGBY  | Harcourt Achieve Inc.                          | United States of America (USA) | 76056391  | 5/26/2000  | 038, 042      | 2561211        | 4/16/2002  | Registered/do not renew |
| RIGBY  | Harcourt Achieve Inc.                          | United States of America (USA) | 76056192  | 5/25/2000  | 16            | 2533714        | 1/29/2002  | Registered              |
| RIGBY BEST TEACHERS PRESS                      | Harcourt Achieve Inc.                          | United States of America (USA) | 76332725  | 11/1/2001  | 16            | 2685761        | 2/11/2003  | Registered              |
| RIGBYCAMPUS.COM                                | Harcourt Achieve Inc.                          | United States of America (USA) | 76099310  | 7/28/2000  | 16, 38, 41    | 2575415        | 6/4/2002   | Registered/do not renew |
| RISE & design                                  | Harcourt Achieve Inc. (REI assignment pending) | United States of America (USA) | 76056746  | 5/25/2000  | 009, 016      | 2796499        | 12/23/2003 | Registered              |
| RSVP & design                                  | Harcourt Achieve Inc.                          | United States of America (USA) | 74383176  | 4/27/1993  | 16            | 1819899        | 2/8/1994   | Registered              |
| SAXON  | Harcourt Achieve Inc.                          | United States of America (USA) | 78839113  | 3/16/2006  | 9             | 3171625        | 11/14/2006 | Registered              |
| SAXON  | Harcourt Achieve Inc.                          | United States of America (USA) | 78840299  | 3/17/2006  | 16            | 3171627        | 11/14/2006 | Registered              |
| SAXON EARLY LEARNING                           | Harcourt Achieve Inc.                          | United States of America (USA) | 78786447  | 1/6/2006   | 16            | 3224520        | 4/3/2007   | Registered              |
| SAXON EARLY LEARNING                           | Harcourt Achieve Inc.                          | United States of America (USA) | 78786509  | 1/6/2006   | 9             | 3183435        | 12/12/2006 | Registered              |
| SAXON EARLY                                    | Harcourt Achieve Inc.                          | United States of America (USA) | 78786558  | 1/6/2006   | 28            | 3171487        | 11/14/2006 | Registered              |



| Mark (Profile Name)                                     | Reg. Owner                                  | Country Name                   | Class(es) | App. Date  | Application # | Registration # | Reg. Date  | TM status           |
|---|---|--------------------------------|-----------|------------|---------------|----------------|------------|---------------------|
| LEARNING  |   | America (USA)                  |           |            |               |                |            |                     |
| SAXON PHONICS   | Harcourt Achieve Inc.                       | United States of America (USA) | 76310867  | 9/10/2001  | 16            | 2983481        | 8/9/2005   | Registered          |
| START SMART   | Harcourt Achieve Inc.                       | United States of America (USA) | 78328771  | 11/17/2003 | 16            | 2906700        | 11/30/2004 | Registered          |
| STECK-VAUGHN  | Harcourt Achieve Inc.                       | United States of America (USA) | 77152773  | 4/10/2007  | 9             |                |            | Pending Application |
| STECK-VAUGHN  | Harcourt Achieve Inc.                       | United States of America (USA) | 77152996  | 4/10/2007  | 16            |                |            | Pending Application |
| STECK-VAUGHN COMPANY & design                           | Harcourt Achieve Inc.                       | United States of America (USA) | 74264973  | 4/13/1992  | 16            | 1739812        | 12/15/1992 | Registered          |
| STECK-VAUGHN PHONICS READERS PLUS & design              | Harcourt Achieve Inc.                       | United States of America (USA) | 75581756  | 10/30/1998 | 16            | 2299950        | 12/14/1999 | Registered          |
| STECK-VAUGHN SPELLING LINKING WORDS TO MEANING          | Harcourt Achieve Inc.                       | United States of America (USA) | 76264476  | 5/30/2001  | 16            | 2637126        | 10/15/2002 | Registered          |
| STECK-VAUGHN SPELLING LINKING WORDS TO MEANING & design | Harcourt Achieve Inc.                       | United States of America (USA) | 76285076  | 7/13/2001  | 16            | 264358         | 10/29/2002 | Registered          |
| STEPS TO ACHIEVE  | Harcourt Achieve Inc.                       | United States of America (USA) | 78957664  | 8/22/2006  | 16            | 3256354        | 6/26/2007  | Registered          |
| STRENGTH IN NUMBERS                                     | Harcourt Achieve Inc. (name change pending) | United States of America (USA) | 76474151  | 12/10/2002 | 16            | 2777742        | 10/28/2003 | Registered          |
| SUMMER STUDIO   | Harcourt Achieve Inc.                       | United States of America (USA) | 77070113  | 12/22/2006 | 16            | 3305783        | 10/9/2007  | Registered          |

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| SUMMER STUDIO             | Harcourt Achieve Inc. | United States of America (USA) | 77070129  | 12/22/2006 | 9             | 3293260        | 9/18/2007  | Registered              |
| TEST BEST                 | Harcourt Achieve Inc. | United States of America (USA) | 74/651361 | 3/24/1995  | 16            | 1972667        | 5/7/1996   | Registered              |
| THINK-ALONGS              | Harcourt Achieve Inc. | United States of America (USA) | 76516036  | 5/23/2003  | 9             | 2838150        | 5/4/2004   | Registered              |
| THINK-ALONGS              | Harcourt Achieve Inc. | United States of America (USA) | 76520622  | 5/23/2003  | 16            | 2838221        | 5/4/2004   | Registered              |
| TOOLS FOR PROBLEM SOLVING | Harcourt Achieve Inc. | United States of America (USA) | 75/581651 | 11/3/1998  | 16            | 2279507        | 9/21/1999  | Registered              |
| TOP LINE MATH             | Harcourt Achieve Inc. | United States of America (USA) | 78958294  | 8/23/2006  | 16            | 3258472        | 7/3/2007   | Registered              |
| TUGS & HUGS               | Harcourt Achieve Inc. | United States of America (USA) | 76/082019 | 6/30/2000  | 009, 016      | 2643847        | 10/29/2002 | Registered/do not renew |
| VOCABULARY ADVANTAGE      | Harcourt Achieve Inc. | United States of America (USA) | 77056191  | 12/4/2006  | 16            |                |            | Pending Application     |
| WHAT ABOUT                | Harcourt Achieve Inc. | United States of America (USA) | 74698763  | 7/10/1995  | 16            | 2143050        | 3/10/1998  | Registered              |
| WONDER WRITERS            | Harcourt Achieve Inc. | United States of America (USA) | 75979432  | 4/26/1999  | 16            | 2487125        | 9/11/2001  | Registered              |
| WORD CLUES                | Harcourt Achieve Inc. | United States of America (USA) | 73/165740 | 4/10/1978  | 16            | 1107295        | 11/28/1978 | Registered              |
| WORKTEXT & design         | Harcourt Achieve Inc. | United States of America (USA) | 71/541776 | 7/26/1947  | 16            | 509901         | 5/17/1949  | Registered              |

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| A2L   | USA     | 76/634258          | 3/24/05          | 3,118,881           | 7/25/06           |
| ACCESS BUILDING LITERACY THROUGH LEARNING                             | USA     | 76/637258          | 4/26/05          | 3,084,287           | 4/25/06           |
| AIM HIGHER  | USA     | 76/359,126         | 1/15/02          | 2,674,598           | 1/14/03           |
| AIM HIGHER  | USA     | 76/224,042         | 3/13/01          | 2,668,121           | 12/31/02          |
| ASSESS2   | USA     | 76/192,713         | 1/11/01          | 2,630,457           | 10/8/02           |
| ASSESS2KNOW   | USA     | 76/192,714         | 1/11/01          | 2,617,098           | 9/10/02           |
| ASSESS2KNOW   | USA     | 76/192,960         | 1/11/01          | 3,123,903           | 8/1/06            |
| ASSESS2KNOW & DESIGN (NEW LOGO)                                       | USA     | 76/644089          | 7/15/05          | 3,307,820           | 10/9/07           |
| ASSESS2KNOW & DESIGN (NEW LOGO)                                       | USA     | 76/642906          | 7/28/05          | 3,298,540           | 9/25/07           |
| ASSESS2LEARN  | USA     | 76/192,958         | 1/11/01          | 2,834,877           | 4/20/04           |
| ASSESS2LEARN  | USA     | 76192715           | 1/11/01          | 2,685,403           | 2/11/03           |
| ASSESS2LEARN & DESIGN   | USA     | 76/194,875         | 1/17/01          | 2,847,929           | 6/1/04            |
| ASSESS2LEARN & DESIGN   | USA     | 76/194,898         | 1/17/01          | 2,685,407           | 2/11/03           |
| BASIC EARLY ASSESSMENT OF READING & DESIGN                            | USA     | 76/267764          | 6/6/01           | 2,946,363           | 5/3/05            |
| BASIC EARLY ASSESSMENT OF READING & DESIGN                            | USA     | 76/267,561         | 6/6/01           | 2,756,951           | 8/26/03           |
| BATERIA III & DESIGN  | USA     | 76/641834          | 6/27/05          | 3,131,741           | 8/22/06           |
| BATERIA III WOODCOCK-MUNOZ  | USA     | 76651302           | 12/5/05          | 3,131,805           | 8/22/06           |
| BEAR  | USA     | 76/267,706         | 6/6/01           | 2,605,875           | 8/6/02            |
| BEAR  | USA     | 76/267,777         | 6/6/01           | 2,769,779           | 9/30/03           |
| BEAR & DESIGN   | USA     | 76/267,705         | 6/6/01           | 2,605,874           | 8/6/02            |
| BEAR & DESIGN   | USA     | 76/267,701         | 6/6/01           | 2,828,276           | 3/30/04           |
| BEAR BASIC EARLY ASSESSMENT OF READING COMPUTER ADMINISTERED & DESIGN | USA     | 76/518,616         | 6/2/03           | 2,939,148           | 4/12/05           |
| BENDER  | USA     | 73/277,187         | 9/8/80           | 1,198,662           | 6/22/82           |

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| BIBLIOBASE                                       | USA     | 74/722,512         | 8/29/95          | 2,060,454           | 5/13/97           |
| BIBLIOBASE                                       | USA     | 75/136,125         | 7/18/96          | 2,063,454           | 5/20/97           |
| C CALABASH & DESIGN                              | USA     | 76/389,948         | 4/2/02           | 2,699,982           | 3/25/03           |
| C CALABASH & DESIGN                              | USA     | 76/389,793         | 4/2/02           | 2,677,696           | 1/21/03           |
| CALABASH   | USA     | 76/393,942         | 4/10/02          | 2,677,781           | 1/21/03           |
| CALABASH   | USA     | 76/389,759         | 4/2/02           | 2,677,695           | 1/21/03           |
| CALABASH PROFESSIONAL LEARNING SYSTEMS           | USA     | 76/389,895         | 4/2/02           | 2,677,699           | 1/21/03           |
| CLARION BOOKS                                    | USA     | 76/671043          | 1/5/07           | 3,322,223           | 10/30/07          |
| CLASSWELL  | USA     | 76/029,574         | 4/18/00          | 2,767,185           | 9/23/03           |
| CLASSWELL  | USA     | 76/029,606         | 4/18/00          | 2,528,574           | 1/8/02            |
| CLASSWELL & DESIGN                               | USA     | 76/345,912         | 12/5/01          | 2,612,696           | 8/27/02           |
| CLASSWELL LEARNING GROUP                         | USA     | 76/030,214         | 4/18/00          | 2,528,576           | 1/8/02            |
| CLASSZONE  | USA     | 75/570,765         | 10/15/98         | 2,363,237           | 6/27/00           |
| COGAT  | USA     | 73/686,186         | 9/24/87          | 1,492,201           | 6/14/88           |
| COMPUSCORE                                       | USA     | 75/807,289         | 9/23/99          | 2,364,704           | 7/4/00            |
| CONCENTRATE ON!                                  | USA     | 78/436,909         | 6/17/04          | 2,970,644           | 7/19/05           |
| CREATING AMERICA                                 | USA     | 75/728,746         | 6/15/99          | 2,402,896           | 11/7/00           |
| DAR DIAGNOSTIC ASSESSMENTS OF READING AND DESIGN | USA     | 76/641837          | 6/27/05          | 3,125,501           | 8/8/06            |
| DARTTS   | USA     | 74/191,552         | 8/2/91           | 1,708,124           | 8/18/92           |
| DARTTS & DESIGN                                  | USA     | 74/214,330         | 10/17/91         | 1,718,054           | 9/22/92           |
| DATA PLACE                                       | USA     | 75/480,928         | 5/7/98           | 2,358,372           | 6/13/00           |
| EARLY SUCCESS                                    | USA     | 76/630481          | 2/3/05           | 3,052,876           | 1/31/06           |
| EAROBICS   | USA     | 76/144,602         | 10/11/00         | 2,581,317           | 6/18/02           |
| EAROBICS   | USA     | 78/041,937         | 1/5/01           | 2,637,359           | 10/15/02          |
| EAROBICS BUILDS BETTER READERS                   | USA     | 75/934,147         | 2/29/00          | 2,537,250           | 2/5/02            |

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| EAEROBICS BUILDS BETTER READERS         | USA     | 75/937,698         | 3/1/00           | 2,530,620           | 1/15/02           |
| EAEROBICS LITERACY LAUNCH               | USA     | 76/146,472         | 10/13/00         | 2,618,796           | 9/10/02           |
| EDUCATION PLACE                         | USA     | 75/244,632         | 2/20/97          | 2,140,700           | 3/3/98            |
| EDUSOFT                                 | USA     | 74/389,566         | 5/12/93          | 1,955,517           | 2/13/96           |
| EDUSPACE                                | USA     | 75/515,397         | 7/8/98           | 2,267,215           | 8/3/99            |
| EVERY DAY COUNTS                        | USA     | 75/146,048         | 8/6/96           | 2,081,479           | 7/22/97           |
| FIVE LITTLE MONKEYS                     | USA     | 76/591,697         | 5/12/04          | 3,025,499           | 12/13/05          |
| FLASHGUIDE                              | USA     | 75/028,452         | 12/6/95          | 2,070,757           | 6/10/97           |
| GAMEGOO                                 | USA     | 76/099,143         | 7/28/00          | 2,931,060           | 3/8/05            |
| GATES-MACGINITIE READING TESTS          | USA     | 76/029,749         | 4/19/00          | 2,444,444           | 4/17/01           |
| GATES-MACGINITIE READING TESTS & DESIGN | USA     | 76/029,628         | 4/19/00          | 2,444,443           | 4/17/01           |
| GEOLOGYLINK                             | USA     | 76/564,839         | 11/26/03         | 2,908,088           | 12/7/04           |
| GEOLOGYLINK                             | USA     | 75/877,140         | 12/21/99         | 2,541,880           | 2/19/02           |
| GEOMETREATS                             | USA     | 76/431,716         | 7/18/02          | 2,719,172           | 5/27/03           |
| GMRT                                    | USA     | 76/030,098         | 4/19/00          | 2,438,599           | 3/27/01           |
| GRAPHIA                                 | USA     | 76/552,766         | 10/1/03          | 2,919,657           | 1/18/05           |
| GRAPHIA & DESIGN                        | USA     | 76/550,942         | 9/18/03          | 2,919,654           | 1/18/05           |
| GREAT SOURCE                            | USA     | 75/037,386         | 12/26/95         | 2,065,921           | 5/27/97           |
| GREAT SOURCE                            | USA     | 75/037,385         | 12/26/95         | 2,133,119           | 1/27/98           |
| GREAT SOURCE                            | USA     | 75/037,390         | 12/26/95         | 2,131,062           | 1/20/98           |
| GREAT SOURCE PROGRESS PLUS              | USA     | 76/642,911         | 7/15/05          | 3,185,312           | 12/19/06          |
| GREAT SOURCE READING ADVANTAGE          | USA     | 76/634261          | 3/24/05          | 3,072,642           | 3/28/06           |
| GREAT SOURCE READING ADVANTAGE          | USA     | 76/634259          | 3/24/05          | 3,113,529           | 7/11/06           |
| GREAT START                             | USA     | 74/614,229         | 12/22/94         | 2,007,016           | 10/8/96           |

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| H HEATH & DESIGN                      | USA     | 73/118,887         | 3/14/77          | 1,106,063           | 11/14/78          |
| HEATH                                 | USA     | 72/377,465         | 11/30/70         | 0,917,233           | 7/27/71           |
| HM MATHSPACE                          | USA     | 76/321,254         | 10/4/01          | 2,769,881           | 9/30/03           |
| HM MATHSPACE                          | USA     | 76/321,256         | 10/4/01          | 2,725,551           | 6/10/03           |
| HM MATHSPACE                          | USA     | 76/321,339         | 10/4/01          | 2,765,159           | 9/16/03           |
| HMCLASSPREP                           | USA     | 76/158,327         | 11/2/00          | 2,589,754           | 7/2/02            |
| HOUGHTON MIFFLIN                      | USA     | 74/138,076         | 2/11/91          | 1,700,276           | 7/14/92           |
| HOUGHTON MIFFLIN                      | USA     |                    |                  | 432,144             | 8/26/94           |
| HOUGHTON MIFFLIN                      | USA     |                    | 9/28/06          | TMK 06              | 9/29/06           |
| HOUGHTON MIFFLIN                      | USA     | 75/571,229         | 10/15/98         | 2,285,490           | 10/12/99          |
| HOUGHTON MIFFLIN EDUCATION PLACE      | USA     | 75/244,892         | 2/20/97          | 2,140,707           | 3/3/98            |
| HOUGHTON MIFFLIN EDUSPACE             | USA     | 75/515,396         | 7/8/98           | 2,267,214           | 8/3/99            |
| HOUGHTON MIFFLIN SCHOOL DIRECT        | USA     | 75/183,859         | 10/17/96         | 2,132,119           | 1/27/98           |
| INSIDE WRITING                        | USA     | 76/500,710         | 3/25/03          | 2,816,661           | 2/24/04           |
| IOWA TESTS OF BASIC SKILLS            | USA     | 73/671,089         | 7/10/87          | 1,517,921           | 12/27/88          |
| IOWA TESTS OF EDUCATIONAL DEVELOPMENT | USA     | 73/693,102         | 11/2/87          | 1,516,069           | 12/6/88           |
| IOWA TESTS OF EDUCATIONAL DEVELOPMENT | USA     | 76/563,169         | 11/20/03         | 2,964,654           | 7/5/05            |
| ITBS                                  | USA     | 73/671,094         | 7/10/87          | 1,477,647           | 2/23/88           |
| ITED                                  | USA     | 73/693,103         | 11/2/87          | 1,496,736           | 7/19/88           |
| KAUFMAN FOCUS GUIDES                  | USA     | 76/203,092         | 1/31/01          | 2,743,316           | 7/29/03           |
| KEYTAB                                | USA     | 75/022,386         | 11/20/95         | 2,080,116           | 7/15/97           |
| LAHASKA PRESS                         | USA     | 75/920,889         | 2/16/00          | 2,640,297           | 10/22/02          |
| LAHASKA PRESS & DESIGN                | USA     | 76/150,151         | 10/19/00         | 2,678,779           | 1/21/03           |
| LANGUAGE NETWORK                      | USA     | 75/603,421         | 12/9/98          | 2,474,067           | 7/31/01           |
| LANGUAGE NETWORK                      | USA     | 75/587,201         | 11/12/98         | 2,407,034           | 11/21/00          |

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| LARSON LEARNING                                 | USA     | 76/615923          | 10/8/04          | 3,081,315           | 4/18/06           |
| LEARNER PROFILE                                 | USA     | 76/429,224         | 7/11/02          | 2,711,266           | 4/29/03           |
| LEARNING MILESTONES                             | USA     | 76/005852          | 3/21/00          | 2,652,381           | 11/19/02          |
| LOGRAMOS  | USA     | 76/192,240         | 1/10/01          | 2,586,557           | 6/25/02           |
| LOGRAMOS & DESIGN                               | USA     | 76/461,926         | 10/25/02         | 2,766,610           | 9/23/03           |
| MATH TRIPS                                      | USA     | 76/431,715         | 7/18/02          | 2,752,362           | 8/19/03           |
| MCDUGAL LITTELL                                 | USA     | 74/664,843         | 4/24/95          | 1,960,350           | 3/5/96            |
| MCDUGAL LITTELL<br>RESOURCES2GO                 | USA     | 76/642,912         | 7/15/05          | 3,283,406           | 8/21/07           |
| MCDUGAL LITTELL<br>RESOURCES2GO & DESIGN (LOGO) | USA     | 76/642,920         | 7/15/05          | 3,275,893           | 8/7/07            |
| MEASURING LESS WOULD BE<br>UNBEARABLE           | USA     | 76/364,289         | 1/29/02          | 2,662,865           | 12/17/02          |
| MIKE MULLIGAN AND HIS STEAM<br>SHOVEL           | USA     | 76/115,022         | 8/23/00          | 2,570,968           | 5/21/02           |
| MIKE MULLIGAN AND HIS STEAM<br>SHOVEL           | USA     | 76/110,462         | 8/16/00          | 2,570,958           | 5/21/02           |
| MIKE MULLIGAN AND HIS STEAM<br>SHOVEL           | USA     | 76/110,361         | 8/16/00          | 2,569,455           | 5/14/02           |
| MIKE MULLIGAN AND HIS STEAM<br>SHOVEL           | USA     | 76/110,558         | 8/16/00          | 2,570,959           | 5/21/02           |
| MISCELLANEOUS DESIGN [DARTTS<br>LOGO]           | USA     | 74/191,557         | 8/2/91           | 1,696,070           | 6/23/92           |
| MISCELLANEOUS DESIGN [DOLPHIN<br>COLOPHON]      | USA     | 73/536,591         | 5/9/85           | 1,378,958           | 1/21/86           |
| MISCELLANEOUS DESIGN [DOLPHIN<br>COLOPHON]      | USA     |                    |                  | 396,355             | 3/27/92           |
| MISCELLANEOUS DESIGN [DOLPHIN<br>COLOPHON]      | USA     |                    | 1/6/89           | A502621             | 1/6/89            |
| MISCELLANEOUS DESIGN [DOLPHIN<br>COLOPHON]      | USA     |                    | 9/28/06          | TMK 06              | 9/29/06           |
| MISCELLANEOUS DESIGN [DOLPHIN<br>COLOPHON]      | USA     | 75/570,764         | 10/15/98         | 2,289,050           | 10/26/99          |

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| MORE THAN JUST TEACHING TO THE TEST        | USA     | 76/518,650         | 5/30/03          | 2,838,196           | 5/4/04            |
| NEW WAYS TO KNOW                           | USA     | 75/037,389         | 12/26/95         | 2,124,230           | 12/23/97          |
| NEW WAYS TO KNOW                           | USA     | 75/146,515         | 8/7/96           | 2,159,564           | 5/19/98           |
| NEW WAYS TO KNOW                           | USA     | 75/037,391         | 12/26/95         | 2,209,397           | 12/8/98           |
| NEXTEXT                                    | USA     | 75/562,095         | 9/30/98          | 2,373,830           | 8/1/00            |
| NEXTEXT                                    | USA     | 75/562,094         | 9/30/98          | 2,386,341           | 9/12/00           |
| NJPASS                                     | USA     | 75/726,448         | 6/10/99          | 2,468,339           | 7/10/01           |
| NPSS                                       | USA     | 73/784614          | 3/6/89           | 1,563,337           | 10/31/89          |
| PETERSON FIELD GUIDE SERIES                | USA     | 74/079,610         | 7/19/90          | 1,691,439           | 6/9/92            |
| PETERSON FIELD GUIDES                      | USA     | 74/079,937         | 7/19/90          | 1,697,568           | 6/30/92           |
| PETERSON FIELD GUIDES                      | USA     | 74/079,766         | 7/19/90          | 1,697,567           | 6/30/92           |
| PETERSON FLASHGUIDES                       | USA     | 75/028,453         | 12/6/95          | 2,067,972           | 6/3/97            |
| PETERSON MULTIMEDIA GUIDES                 | USA     | 75/592,015         | 11/19/98         | 2,405,223           | 11/21/00          |
| PHONICS WE USE                             | USA     | 72/377,450         | 11/30/70         | 0,937,608           | 7/11/72           |
| PSYCHABILITIES                             | USA     | 75/877,385         | 12/21/99         | 2,465,297           | 7/3/01            |
| PSYCHABILITIES                             | USA     | 75/876,760         | 12/21/99         | 2,465,295           | 7/3/01            |
| QUALLS EARLY LEARNING INVENTORY            | USA     | 76/642909          | 7/15/05          | 3,144,042           | 9/19/06           |
| QUALLS EARLY LEARNING INVENTORY AND DESIGN | USA     | 76/642910          | 7/15/05          | 3,144,043           | 9/19/06           |
| READ UP!                                   | USA     | 76/443,196         | 8/23/02          | 2,740,044           | 7/22/03           |
| READ UP!                                   | USA     | 76/443,337         | 8/23/02          | 2,734,492           | 7/8/03            |
| REPORTEXPRESS                              | USA     | 76/376,640         | 2/28/02          | 2,770,050           | 9/30/03           |
| RIVERSIDE                                  | USA     | 72/165,924         | 4/2/63           | 0,767,596           | 3/31/64           |
| RIVERSIDE SCORING SERVICE                  | USA     | 73/805,103         | 6/7/89           | 1,579,602           | 1/23/90           |
| RLSS                                       | USA     | 75/456,424         | 3/25/98          | 2,253,328           | 6/15/99           |
| SCANEXPRESS                                | USA     | 76/376,775         | 2/28/02          | 2,820,289           | 3/2/04            |



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| SCHOOL DIRECT   | USA     | 76/425,190         | 6/27/02          | 2,719,067           | 5/27/03           |
| SCIENCE ASSESSMENT SERIES & DESIGN (LOGO)                       | USA     | 76/642,916         | 7/15/05          | 3,294,472           | 9/18/07           |
| SCIENCESAURUS   | USA     | 76/280,725         | 7/5/01           | 2,595,962           | 7/16/02           |
| SKILLSTUTOR   | USA     | 76/005851          | 3/21/00          | 2,672,669           | 1/7/03            |
| SKILLSURFER   | USA     | 76/645765          | 8/29/05          | 3,242,812           | 5/15/07           |
| SKILLSURFER   | USA     | 76/645766          | 8/29/05          | 3,240,280           | 5/8/07            |
| SKILLSURFER & DESIGN  | USA     | 76/645767          | 8/29/05          | 3,240,281           | 5/8/07            |
| SKILLSURFER & DESIGN  | USA     | 76/645768          | 8/29/05          | 3,242,813           | 5/15/07           |
| SKILLSURFER THE ONLINE PIPELINE TO STUDENT PERFORMANCE          | USA     | 76/645763          | 8/29/05          | 3,240,279           | 5/8/07            |
| SKILLSURFER THE ONLINE PIPELINE TO STUDENT PERFORMANCE          | USA     | 76/645764          | 8/29/05          | 3,242,811           | 5/15/07           |
| SKILLSURFER THE ONLINE PIPELINE TO STUDENT PERFORMANCE & DESIGN | USA     | 76/645762          | 8/29/05          | 3,240,278           | 5/8/07            |
| SKILLSURFER THE ONLINE PIPELINE TO STUDENT PERFORMANCE & DESIGN | USA     | 76/645761          | 8/29/05          | 3,240,277           | 5/8/07            |
| SOLUTIONS FOR LITERACY AND LANGUAGE                             | USA     | 76/192,792         | 1/10/01          | 2,630,459           | 8/8/02            |
| SOLUTIONS FOR LITERACY AND LANGUAGE                             | USA     | 75/877,154         | 12/21/99         | 2,613,763           | 9/3/02            |
| SOUND FOUNDATIONS FOR LANGUAGE AND LITERACY                     | USA     | 75/981,763         | 5/10/99          | 2,579,757           | 6/11/02           |
| SOUND FOUNDATIONS FOR LANGUAGE AND LITERACY                     | USA     | 75/701,429         | 5/10/99          | 2,800,571           | 12/30/03          |
| SPELLER COASTER!  | USA     | 75/495,390         | 6/3/98           | 2,300,905           | 12/14/99          |
| SPELLING SPREE  | USA     | 75/433,127         | 2/12/98          | 2,300,715           | 12/14/99          |
| SUMMER SUCCESS  | USA     | 75/880,662         | 12/27/99         | 2,474,487           | 7/31/01           |
| SUMMER SUCCESS  | USA     | 75/880,676         | 12/27/99         | 2,474,488           | 7/31/01           |
| SYMBOL H  | USA     |                    |                  | 978,877             | 9/1/71            |

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| TAP  | USA     | 73/671,087         |                  | 1,476,831           | 2/16/88           |
| TAYLOR'S GUIDE                                 | USA     | 73/731,241         | 5/21/88          | 1,560,818           | 10/17/89          |
| TAYLOR'S WEEKEND GARDENING GUIDES              | USA     | 75/252,099         | 3/5/97           | 2,140,798           | 3/3/98            |
| TEST ALERT                                     | USA     | 74/003,989         | 11/20/89         | 1,619,232           | 10/23/90          |
| THE 100 WORDS (LOGO)                           | USA     | 76/633501          | 3/15/05          | 3,187,806           | 12/19/06          |
| THE 100 WORDS (LOGO)                           | USA     | 76/633502          | 3/15/05          | 3,062,003           | 2/28/06           |
| THE BEST AMERICAN ESSAYS                       | USA     | 75/933,525         | 3/2/00           | 2,497,860           | 10/16/01          |
| THE BEST AMERICAN SERIES & DESIGN              | USA     | 76/044,582         | 5/9/00           | 2,681,630           | 1/28/03           |
| THE BEST AMERICAN SERIES & DESIGN              | USA     | 76/044,839         | 5/9/00           | 2,681,631           | 1/28/03           |
| THE BEST AMERICAN SHORT STORIES                | USA     | 75/933,519         | 3/2/00           | 2,511,833           | 11/27/01          |
| THE COMPUTER LEARNING NETWORKS & DESIGN        | USA     | 74/120170          | 12/3/90          | 1,702,915           | 7/28/92           |
| THE IOWA TESTS                                 | USA     | 76/039,447         | 5/2/00           | 2,549,134           | 3/19/02           |
| THE IOWA TESTS & DESIGN                        | USA     | 76/038,477         | 5/2/00           | 2,549,130           | 3/19/02           |
| THE NAME THE EXPERTS TRUST                     | USA     | 75/805,930         | 9/22/99          | 2,401,884           | 11/7/00           |
| THE WRITE TRAITS                               | USA     | 75/547,099         | 9/2/98           | 2,274,488           | 8/31/99           |
| TURNING INFORMATION INTO ACHIEVEMENT           | USA     | 76/638654          | 5/10/05          | 3,313,132           | 10/16/07          |
| TUTOR PLACE                                    | USA     | 76/441,929         | 8/16/02          | 2,851,609           | 6/8/04            |
| UNIT & DESIGN                                  | USA     | 75/425,934         | 1/29/98          | 2,265,725           | 7/27/99           |
| UNIVERSAL NONVERBAL INTELLIGENCE TEST & DESIGN | USA     | 75/425,942         | 1/29/98          | 2,265,726           | 7/27/99           |
| VISUAL GRAMMAR                                 | USA     | 75/791,153         | 9/2/99           | 2,434,289           | 3/6/01            |
| WACKY WEB TALES                                | USA     | 75/515,253         | 7/8/98           | 2,264,955           | 7/27/99           |
| WE BUILD BETTER READERS                        | USA     | 75/931,132         | 2/29/00          | 2,621,891           | 9/17/02           |
| WE BUILD BETTER READERS                        | USA     | 75/931,141         | 2/29/00          | 2,613,182           | 8/27/02           |

| Mark   | Country | Application Number | Application Date | Registration Number | Registration Date |
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| WJ III   | USA     | 75/698,540         | 5/5/99           | 2,456,103           | 5/29/01           |
| WJ III   | USA     | 75/698,458         | 5/5/99           | 2,458,192           | 6/5/01            |
| WJ III & DESIGN                                | USA     | 75/698,455         | 5/5/99           | 2,458,191           | 6/5/01            |
| WJ III & DESIGN                                | USA     | 75/698,541         | 5/5/99           | 2,458,193           | 6/5/01            |
| WJ III DIAGNOSTIC READING BATTERY & DESIGN     | USA     | 76/641833          | 6/27/05          | 3,182,305           | 12/12/06          |
| WJ-R   | USA     | 74/367,189         | 6/29/92          | 1,803,155           | 11/9/93           |
| WJ III DIAGNOSTIC READING BATTERY AND DESIGN   | USA     | 76/641836          | 6/27/05          | 3,170,450           | 11/14/06          |
| WOODCOCK-JOHNSON                               | USA     | 74/289,618         | 6/29/92          | 1,801,920           | 11/2/93           |
| WOODCOCK-MUNOZ LANGUAGE SURVEY                 | USA     | 76/651303          | 12/5/05          | 3,161,467           | 10/24/06          |
| WRITE SOURCE                                   | USA     | 75/146,049         | 8/6/96           | 2,081,480           | 7/22/97           |
| WRITE SOURCE                                   | USA     | 76/618329          | 10/27/04         | 3,033,906           | 12/27/05          |
| WRITE TRAITS                                   | USA     | 75/542,822         | 8/26/98          | 2,274,468           | 8/31/99           |
| WRITE TRAITS                                   | USA     | 76/445,564         | 8/30/02          | 2,854,618           | 6/15/04           |
| WRITESPACE                                     | USA     | 76/672910          | 2/15/07          | 3,315,422           | 10/23/07          |
| 2KNOW!   | USA     | 77/071621          | 12/27/06         |                     |                   |
| A2L  | USA     | 76/634257          | 3/24/05          |                     |                   |
| DEFINE-A-THON                                  | USA     | 76/674697          | 3/28/07          |                     |                   |
| EAROBICS                                       | USA     | 76/679673          | 7/19/07          |                     |                   |
| ESSAYSMART                                     | USA     | 76/678733          | 6/26/07          |                     |                   |
| FIVE LITTLE MONKEYS                            | USA     | 76/591,699         | 5/12/04          |                     |                   |
| FIVE LITTLE MONKEYS & DESIGN                   | USA     | 76/591,696         | 5/12/04          |                     |                   |
| FIVE LITTLE MONKEYS & DESIGN                   | USA     | 76/591,695         | 5/12/04          |                     |                   |
| FIVE LITTLE MONKEYS & DESIGN (HMCO MAY OPPOSE) | USA     | 78/350957          | 1/13/04          |                     |                   |
| ISUCCEED MATH                                  | USA     | 76/677994          | 6/11/07          |                     |                   |
| ISUCCEED MATH                                  | USA     | 76/677991          | 6/11/07          |                     |                   |

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| ISUCCEED MATH  | USA                      | 76/677990          | 6/11/07          |                     |                   |
| MARINER  | USA                      | 76/675776          | 4/20/07          |                     |                   |
| MISCELLANEOUS DESIGN [DOLPHIN COLOPHON SURROUNDED BY HORN] | USA                      | 76/671044          | 1/5/07           |                     |                   |
| PETERSON REFERENCE GUIDES                                  | USA                      | 76/677992          | 6/11/07          |                     |                   |
| PETERSON REFERENCE GUIDES SERIES                           | USA                      | 76/677993          | 6/11/07          |                     |                   |
| QELI   | USA                      | 76/645,272         | 8/22/05          | 3,200,139           | 1/23/07           |
| SCIENCE ASSESSMENT SERIES & DESIGN (LOGO)                  | USA                      | 76/642,915         | 7/15/05          |                     |                   |
| SCIENCE ASSESSMENT SERIES & DESIGN (LOGO)                  | USA                      | 76/642,917         | 7/15/05          |                     |                   |
| TOTAL PRACTICE ZONE  | USA                      | 76/682829          | 10/11/07         |                     |                   |
| UNIT GAT   | USA                      | 76/642,919         | 7/15/05          |                     |                   |
| UNIT GAT   | USA                      | 76/642,918         | 7/15/05          |                     |                   |
| UNIT GROUP ABILITIES TEST                                  | USA                      | 76/642,913         | 7/15/05          |                     |                   |
| UNIT GROUP ABILITIES TEST                                  | USA                      | 76/642,914         | 7/15/05          |                     |                   |
| WJ III NU & DESIGN   | USA                      | 76/663576          | 7/24/06          |                     |                   |
| WJ III NU & DESIGN   | USA                      | 76/663575          | 7/24/06          |                     |                   |
| CURIOUS GEORGE   | USA                      | 74/598,009         | 15-Nov-1994      | 2,074,846           | 01-Jul-1997       |
| CURIOUS GEORGE   | USA                      | 74/571,089         | 08-Sep-1994      | 2,155,103           | 05-May-1998       |
| CURIOUS GEORGE   | USA                      | 74/571,076         | 08-Sep-1994      | 2,281,854           | 28-Sep-1999       |
| CURIOUS GEORGE   | USA                      | 73/583,276         | 18-Feb-1986      | 1,409,558           | 16-Sep-1986       |
| CURIOUS GEORGE   | USA                      | 73/418,193         | 21-Mar-1983      | 1,292,195           | 28-Aug-1984       |
| CURIOUS GEORGE   | United States of America | 75/523,877         | 23-Jul-1998      | 2,404,643           | 14-Nov-2000       |

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|---------------------------|--------------------------|--------------------|------------------|---------------------|-------------------|
| CURIOUS GEORGE            | United States of America | 75/523,879         | 23-Jul-1998      | 2,363,138           | 27-Jun-2000       |
| CURIOUS GEORGE            | United States of America | 75/523,880         | 23-Jul-1998      | 2,409,189           | 28-Nov-2000       |
| CURIOUS GEORGE            | United States of America | 75/523,881         | 23-Jul-1998      | 2,404,644           | 14-Nov-2000       |
| CURIOUS GEORGE            | United States of America | 75/523,882         | 23-Jul-1998      | 2,406,887           | 21-Nov-2000       |
| CURIOUS GEORGE            | United States of America | 75/523,884         | 23-Jul-1998      | 2,421,846           | 16-Jan-2001       |
| CURIOUS GEORGE            | United States of America | 75/523,885         | 23-Jul-1998      | 2,498,661           | 16-Oct-2001       |
| CURIOUS GEORGE            | United States of America | 75/979,345         | 23-Jul-1998      | 2,376,199           | 08-Aug-2000       |
| CURIOUS GEORGE            | United States of America | 75/979,341         | 23-Jul-1998      | 2,365,348           | 04-Jul-2000       |
| CURIOUS GEORGE            | United States of America | 75/980,820         | 22-Jul-1998      | 2,493,546           | 25-Sep-2001       |
| CURIOUS GEORGE AND DESIGN | United States of America | 76/234,865         | 03-Apr-2001      | 2,588,017           | 02-Jul-2002       |
| CURIOUS GEORGE            | United States of America | 78/668,120         | 12-Jul-2005      | 3,199,754           | 16-Jan-2007       |