

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM556346

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	01/01/2020

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
MCGRAW-HILL GLOBAL EDUCATION HOLDINGS, LLC		12/20/2019	Limited Liability Company: DELAWARE

NEWLY MERGED ENTITY DATA

Name	Execution Date	Entity Type
McGraw-Hill School Education LLC	12/20/2019	Limited Liability Company: DELAWARE

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

Name:	MCGRAW HILL LLC
Street Address:	TWO PENN PLAZA
City:	NEW YORK
State/Country:	NEW YORK
Postal Code:	10121
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 98

Property Type	Number	Word Mark
Registration Number:	4477107	LEARNSMART
Registration Number:	4720562	SMARTBOOK
Registration Number:	4540368	SMARTBOOK
Registration Number:	1305853	ANNUAL EDITIONS
Registration Number:	4269878	MCGRAW-HILL ITEACH
Registration Number:	4339395	MCGRAW-HILL STUDIO SPACE
Registration Number:	4275834	M
Registration Number:	2963151	SIMNET
Registration Number:	4206814	EASY
Registration Number:	3957937	ACCESSPHARMACY
Registration Number:	3474619	S CLASSIC EDITION SOURCES
Registration Number:	4077961	ACCESS PEDIATRICS

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Property Type	Number	Word Mark
Registration Number:	4073447	ACCESSENGINEERING
Registration Number:	2503637	FIRST AID FOR THE
Registration Number:	3200705	JUST THE FACTS
Registration Number:	1466331	GREGG
Registration Number:	3981924	CONNECT LEARN SUCCEED
Registration Number:	4203012	EASY
Registration Number:	4305149	ACCESS EMERGENCY MEDICINE
Registration Number:	3925209	DEMYSTIFIED
Registration Number:	4042148	HARRISON'S
Registration Number:	4042146	RADREVIEWEASY
Registration Number:	3957920	SCHAUM'S
Registration Number:	1128980	PRETEST
Registration Number:	3003547	THE BAFFLED PARENT'S GUIDE TO
Registration Number:	4226282	5 STEPS TO A 5
Registration Number:	4230305	MCGRAW-HILL CREATE
Registration Number:	2145982	IM
Registration Number:	1264198	TAKING SIDES
Registration Number:	4163138	PRACTICE MAKES PERFECT
Registration Number:	4107602	HARRISON'S
Registration Number:	4211147	MCGRAW-HILL LEARNSMART
Registration Number:	4837104	SMARTBUILDER
Registration Number:	3875930	ACCESSMEDICINE
Registration Number:	1785459	INTERNATIONAL MARINE
Registration Number:	4095883	DIAGNOSAURUS
Registration Number:	4005477	ACCESSANESTHESIOLOGY
Registration Number:	3034369	DEMYSTIFIED
Registration Number:	4001164	DEMYSTIFIED
Registration Number:	3997968	RADREVIEWEASY
Registration Number:	3998035	PAEASY
Registration Number:	3316962	MCGRAW-HILL IRWIN
Registration Number:	4005483	ACCESSSURGERY
Registration Number:	4138996	PRACTICE PLUS
Registration Number:	3195916	JUST THE FACTS
Registration Number:	3957935	ACCESS ANESTHESIOLOGY
Registration Number:	3341044	LANGE Q&A
Registration Number:	4146428	HACKING EXPOSED
Registration Number:	3988680	MCGRAW-HILL CONNECT
Registration Number:	4065962	ACCESS ENGINEERING

Property Type	Number	Word Mark
Registration Number:	1774073	IRWIN
Registration Number:	1718118	IRWIN
Registration Number:	3712990	MC GRAW HILL CONNECT
Registration Number:	4222453	5 STEPS TO A 5
Registration Number:	4055297	PERFECT PHRASES
Registration Number:	4308676	ACCESS EMERGENCY MEDICINE
Registration Number:	2174009	MATH IN MY WORLD
Registration Number:	3997961	PAEASY
Registration Number:	2436830	TEGRITY
Registration Number:	4133928	ACCESS SCIENCE
Registration Number:	4082288	LANGE
Registration Number:	4120756	ACCESS PHYSIOTHERAPY
Registration Number:	3973708	EVIL GENIUS
Registration Number:	4073448	ACCESSPHYSIOTHERAPY
Registration Number:	4295654	M IS MOTIVATION. M IS MOMENTUM. M IS MOV
Registration Number:	3428892	CLASSIC EDITION SOURCES
Registration Number:	4077958	ACCESSPEDIATRICS
Registration Number:	3585804	CASE FILES
Registration Number:	5025708	CASE FILES
Registration Number:	3875931	ACCESS MEDICINE
Registration Number:	4065952	TAB
Registration Number:	4065951	TAB
Registration Number:	2478414	ACCESSSCIENCE
Registration Number:	4664266	MCGRAW-HILL EDUCATION
Registration Number:	4664267	MCGRAW HILL EDUCATION
Registration Number:	4548646	LEARNSMART ADVANTAGE
Registration Number:	4005473	ACCESS PHARMACY
Registration Number:	3957936	ACCESS SURGERY
Registration Number:	4637811	MCGRAW HILL EDUCATION CONNECT
Registration Number:	4790994	MCGRAW HILL EDUCATION CREATE
Registration Number:	4573393	MCGRAW HILL EDUCATION PRACTICE
Registration Number:	4507784	RESIDENT READINESS
Registration Number:	4676307	CONNECT INSIGHT
Registration Number:	4714695	LEARNING AT THE SPEED OF YOU
Registration Number:	4732464	CONÉCTATE
Registration Number:	2899528	MCGRAW HILL
Registration Number:	1350345	MCGRAW-HILL
Registration Number:	4733567	MCGRAW-HILL

Property Type	Number	Word Mark
Registration Number:	5124928	BECAUSE LEARNING CHANGES EVERYTHING
Registration Number:	5163844	CONNECT MASTER
Registration Number:	5081715	CREATE
Registration Number:	5263471	CONNECT
Registration Number:	5233733	STUDYWISE
Registration Number:	5426650	ACCESS
Registration Number:	5396487	READANYWHERE
Registration Number:	5640858	NUTRITIONCALC PLUS
Serial Number:	88637954	QUEST JOURNEY THROUGH THE LIFESPAN
Serial Number:	88637946	Q

CORRESPONDENCE DATA

Fax Number: 9142880023

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 9148219072

Email: tmdocket@leasonellis.com

Correspondent Name: Karin Segall c/o Leason Ellis LLP

Address Line 1: One Barker Avenue, 5th Floor

Address Line 4: White Plains, NEW YORK 10601

ATTORNEY DOCKET NUMBER: 05842/812022-US0

NAME OF SUBMITTER: Karin Segall

SIGNATURE: /Karin Segall/

DATE SIGNED: 01/07/2020

Total Attachments: 3

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Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"MCGRAW-HILL GLOBAL EDUCATION, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"MCGRAW-HILL SCHOOL EDUCATION HOLDINGS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"MCGRAW-HILL GLOBAL EDUCATION HOLDINGS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"ENGRADE, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"MCGRAW-HILL EDUCATION VENTURES LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"MCGRAW-HILL SCHOOL EDUCATION INTERMEDIATE HOLDINGS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"MCGRAW-HILL GLOBAL EDUCATION MEXICO HOLDINGS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"MCGRAW-HILL SCHOOL EDUCATION VENTURES, LLC", A DELAWARE LIMITED LIABILITY COMPANY,




Jeffrey W. Bullock, Secretary of State

5276389 8100M
SR# 20198910122

Authentication: 204317250
Date: 12-30-19

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

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Delaware


The First State

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WITH AND INTO "MCGRAW-HILL SCHOOL EDUCATION LLC" UNDER THE
NAME OF "MCGRAW HILL LLC", A LIMITED LIABILITY COMPANY ORGANIZED
AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS
RECEIVED AND FILED IN THIS OFFICE ON THE THIRTIETH DAY OF
DECEMBER, A.D. 2019, AT 11:08 O`CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY,
A.D. 2020 AT 12:01 O`CLOCK A.M.




Jeffrey W. Bullock, Secretary of State

5276389 8100M
SR# 20198910122

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

Authentication: 204317250
Date: 12-30-19

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STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC LIMITED LIABILITY COMPANIES

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act, the undersigned Delaware limited liability company does hereby certify that:

1. The names of the constitute companies participating in the merger (the "Merger"), each of which is a Delaware limited liability company, are as follows:

McGraw-Hill Global Education Holdings, LLC
McGraw-Hill Global Education, LLC
McGraw-Hill Global Education Mexico Holdings, LLC
McGraw-Hill Education Ventures LLC
McGraw-Hill School Education Intermediate Holdings, LLC
McGraw-Hill School Education Holdings, LLC
McGraw-Hill School Education LLC
McGraw-Hill School Education Ventures, LLC
Engrade, LLC

2. An Agreement of Merger has been approved and executed by each of the constituent companies participating in the Merger.

3. The surviving company of the Merger shall be McGraw-Hill School Education LLC.

4. Upon the Merger, section "FIRST" of the certificate of formation of McGraw-Hill School Education LLC shall be amended to read as follows: "FIRST: The name of the limited liability company is McGraw Hill LLC."

5. The Merger is to become effective at 12:01 a.m. on January 1, 2020.

6. A copy of the Agreement of Merger is on file at the place of business of the surviving company, at 2 Penn Plaza, 20th Floor, New York, New York 10121.

7. A copy of the Agreement of Merger will be furnished by the surviving company, on request and without cost, to any member of any of any constituent company participating in the Merger.

IN WITNESS WHEREOF, the company that will be the surviving company of the Merger has caused this Certificate of Merger to be executed by an authorized officers on the 20th day of December, 2019.

MCGRAW-HILL SCHOOL EDUCATION LLC

By: 

Gareth Guthrie, Chief Financial Officer

State of Delaware

Secretary of State

Division of Corporations

Delivered 11:08 AM 12/30/2019

FILED 11:08 AM 12/30/2019

SR 20198910122 - File Number: 5276389

RECORDED: 01/07/2020

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