

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM665714

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 HOLDINGS LLC	12/20/2019	Limited Liability Company: DELAWARE

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

Name:	MCGRAW HILL LLC
Street Address:	1325 Avenue of the Americas
City:	New York
State/Country:	NEW YORK
Postal Code:	10019
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 25

Property Type	Number	Word Mark
Registration Number:	2131605	MIDDLE SCHOOL MATH WITH PIZZAZZ
Registration Number:	2267132	CLASSROOM IMPACT
Registration Number:	1543315	EZ-TEST
Registration Number:	0873742	DLM
Registration Number:	0876561	COMPUSCAN
Registration Number:	1102101	PALMER METHOD
Registration Number:	1264047	DLM
Registration Number:	1475902	CREATIVE PUBLICATIONS
Registration Number:	1956340	CURRICULUM BUILDER
Registration Number:	2162380	SUNSHINE
Registration Number:	2163333	
Registration Number:	2179902	PAWS

CH \$640.00 2131605

Property Type	Number	Word Mark
Registration Number:	2190976	ALGEBRA LAB GEAR
Registration Number:	2190977	ALGEBRA LAB
Registration Number:	2196963	
Registration Number:	2203480	
Registration Number:	2223525	PAWS
Registration Number:	2223777	
Registration Number:	2236974	THE WRIGHT GROUP
Registration Number:	2246651	BREAKTHROUGH TO LITERACY
Registration Number:	2283272	EMERGENT EARLY FLUENCY FLUENCY TWG
Registration Number:	2283290	EMERGENT EARLY FLUENCY FLUENCY
Registration Number:	2283291	EMERGENT EARLY FLUENCY FLUENCY
Registration Number:	2298217	SMART STRANDS
Registration Number:	4384512	ONBOARD

CORRESPONDENCE DATA

Fax Number:

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: 212-728-8000

Email: ipdept@willkie.com

Correspondent Name: Kelsie Kelly

Address Line 1: 787 Seventh Avenue

Address Line 4: New York, NEW YORK 10019

NAME OF SUBMITTER:	Kelsie Kelly
SIGNATURE:	/Kelsie Kelly/
DATE SIGNED:	08/06/2021

Total Attachments: 3

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Delaware

The First State

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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

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Authentication: 204317250
Date: 12-30-19

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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

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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: 

Garet 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: 08/06/2021

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