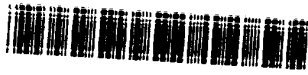


MRD 8-20-98

08-28-1998



100803630

COVER SHEET (S ONLY)

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

AUG 20 1998

To the Honorable Commissioner 100803630

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Times Mirror Training, Inc.

Individual(s)..... Association
 General Partnership..... Limited Partnership
 Corporation-State: Florida
 Other

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: AchieveGlobal, Inc.

Internal Address: _____

Street Address: 8875 Hidden Parkway, Suite 400

City: Tampa State: FL ZIP: 33637

Individual Citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Florida
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation attached: Yes No
 (Designations must be a separate document from Assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: January 5, 1998

4. Application number(s) or registration number(s):

A. Trademark Application Nos.(s) Please see attached Attachment 4A

B. Trademark registration No.(s) Please see attached Attachment 4B

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed.

Name: Avis Frazier-Thomas, Esq.

Internal Address: Legal Department, C-5

Street Address: Times Mirror Square
220 West First Street

City: Los Angeles State: CA ZIP: 90053

6. Total number of applications and registrations involved: [56]

7. Total fee (37 CFR 3.41)..... \$1,415.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 20-1115

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Avis Frazier-Thomas
 Name of Person Signing

Avis Frazier-Thomas
 Signature

8-14-98
 Date

Total number of pages comprising cover sheet []

08/26/1998 TTON11 00000153 201115 75273983

01 FC:481 40.00 CH
02 FC:482 1375.00 CH

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

TRADEMARK
REEL: 1777 FRAME: 0478

ATTACHMENT 4A

| Serial No. | Trademark | Cl. | Ref No. |
|-------------------|--|------------|---------------------|
| 75/273,983 | Professional Selling Skills | 41 | TTMC00823/IPN1183 |
| 75/205,480 | Manager's Edge | 9 | TTMC00858/IPN1412 |
| 75/269,970 | Trainer's Edge | 9 | TTMC00907/IPN1292 |
| 75/370,852 | Zenger Miller | 9 | TTMC00927/IPN1319 |
| 75/327,379 | Heatseeker: Expert Selling Strategies | 9 | TTMC00947/IPN1366 |
| 75/327,994 | Heatseeker: Expert Selling Strategies | 41 | TTMC00948/IPN1367 |
| 75/335,071 | Tools for the Performance Leader | 9 | TTMC00951.1/IPN1369 |
| 75/335,072 | Tools for the Performance Leader | 16 | TTMC00951.2/IPN1370 |
| 75/335,073 | Tools for the Performance Leader | 41 | TTMC00951.3/IPN1371 |
| 75/335,877 | Library in the Sky | 41 | TTMC00952/IPN1389 |
| 75/346,578 | CBT Starter Suite | 9 | TTMC00959/IPN1399 |
| 75/346,579 | CBT Developer Suite | 9 | TTMC00960/IPN1398 |
| 75/360,535 | Achieve Global | 9 | TTMC00988/IPN1429 |
| 75/360,536 | Achieve Global | 16 | TTMC00989/IPN1428 |
| 75/360,537 | Achieve Global | 35 | TTMC00990/IPN1427 |
| 75/364,969 | Achieve Global | 41 | TTMC00994/IPN1431 |
| 75/373,923 | Achieve Global (Design Only) | 9 | TTMC01007/IPN1434 |
| 75/373,922 | Achieve Global (Design Only) | 35 | TTMC01009/IPN1436 |
| 75/373,901 | AchieveGlobal (Design Only) | 9 | TTMC01008/IPN1435 |
| 75/373,900 | AchieveGlobal (Design Only) | 41 | TTMC01010/IPN1437 |
| 75/373,931 | AchieveGlobal (w/Design) | 9 | TTMC01011/IPN1438 |
| 75/373,932 | AchieveGlobal (w/Design) | 16 | TTMC01012/IPN1439 |
| 75/373,933 | AchieveGlobal (w/Design) | 35 | TTMC01013/IPN1440 |
| 75/373,935 | AchieveGlobal (w/Design) | 41 | TTMC01014/IPN1441 |
| 75/373,926 | AchieveGlobal (Stylized) | 9 | TTMC01015/IPN1442 |
| 75/373,927 | AchieveGlobal | 16 | TTMC01016/IPN1443 |
| 75/373,928 | AchieveGlobal | 35 | TTMC01017/IPN1444 |
| 75/373,929 | AchieveGlobal | 41 | TTMC01018/IPN1445 |
| 75/373,924 | Achieve Global | 9 | TTMC01030/IPN1453 |
| 75/373,925 | Achieve Global (w/Design) | 42 | TTMC01031/IPN1454 |
| 75/373,936 | Achieve Global (w/Design) | 35 | TTMC01032/IPN1455 |
| 75/373,930 | AchieveGlobal (Stylized) | 42 | TTMC01033/IPN1456 |
| 74/697,957 | A Reputation For Results | 9 | TTMC00630.1/IPN0924 |
| 74/697,958 | A Reputation For Results | 16 | TTMC00630.2/IPN0925 |
| 75/372,849 | Zenger Miller (w/ Design) | 16 | TTMC00926/IPN1320 |

ATTACHMENT 4B

| Reg. No. | Trademark | Cl. | Ref No. |
|-----------------|--|------------|---------------------|
| 1,801,043 | Achieve (w/ Design) | 41 | TTMC00013/IPN12 |
| 1,936,866 | HeatSeeker (w/ Design) | 9 | TTMC00793/IPN1152 |
| 1,690,554 | Kaset | 41, 42 | TTMC00018/IPN17 |
| 1,678,858 | Kaset International (w/ Design) | 41, 42 | TTMC00019/IPN18 |
| 2,172,637 | Allen Academy of Multimedia | 41 | TTMC00915/IPN1306 |
| 2,139,391 | Designer's Edge | 9 | TTMC00602/IPN0889 |
| 2,095,544 | Smart Spots | 9 | TTMC00414/IPN0597 |
| 1,931,657 | Kaset | 9 | TTMC0018.1/IPN0587 |
| 1,935,494 | Kaset | 16 | TTMC0018.2/IPN0588 |
| 1,839,656 | Learning International | 41 | TTMC00125/IPN0178 |
| 1,872,862 | Learning International (w/Design) | 41 | TTMC00126/IPN0179 |
| 1,665,713 | Frontline Leadership | 9,16,41 | TTMC00007/IPN0006 |
| 1,664,817 | Frontline Leadership (w/Design) | 41 | TTMC00008/IPN0007 |
| 1,665,727 | Zenger Miller | 9,16 | TTMC00009.1/IPN0008 |
| 1,950,747 | Zenger Miller | 41 | TTMC00009.2/IPN0533 |
| 1,804,728 | Achieve | 35,41 | TTMC00012/IPN0011 |
| 2,048,278 | A Reputation For Results | 41 | TTMC00630.3/IPN0926 |
| 1,867,882 | Strategic Process Management | 41 | TTMC00011/IPN0010 |
| 1,854,921 | Teamvision | 41 | TTMC00014/IPN0013 |
| 1,847,056 | The Total Team Solution | 41 | TTMC00015/IPN0014 |
| 1,968,959 | Zenger Miller (w/Design) | 41 | TTMC00378.3/IPN0554 |



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State

December 31, 1997

MARYANN TIGERT
TIMES MIRROR
220 W. 1ST STREET
LOS ANGELES, CA 90012

Re: Document Number G78518

The Articles of Amendment to the Articles of Incorporation for TIMES MIRROR TRAINING, INC. which changed its name to ACHIEVEGLOBAL, INC., a Florida corporation, were filed on December 19, 1997, effective January 5, 1998.

The certification requested is enclosed.

Should you have any question regarding this matter, please telephone (850) 487-6050, the Amendment Filing Section.

Teresa Brown
Corporate Specialist
Division of Corporations

Letter Number: 597A00060964

RECEIVED

JAN 05 1998

MARYANN TIGERT

State of Florida



Department of State

I certify from the records of this office that TIMES MIRROR TRAINING, INC. which changed its name to ACHIEVEGLOBAL, INC. on December 19, 1997, effective January 5, 1998, is a corporation organized under the laws of the State of Florida, filed on January 12, 1984.

The document number of this corporation is G78518.

I further certify that said corporation has paid all fees and penalties due this office through December 31, 1997, that its most recent annual report was filed on June 3, 1997, and its status is active.

I further certify that said corporation has not filed Articles of Dissolution.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Thirty-first day of December, 1997



CR2EO22 (2-95)

Sandra B. Northam

Sandra B. Northam
Secretary of State

State of Florida



Department of State

I certify from the records of this office that TIMES MIRROR TRAINING, INC. which changed its name to ACHIEVEGLOBAL, INC. on December 19, 1997, effective January 5, 1998, is a corporation organized under the laws of the State of Florida, filed on January 12, 1984.

The document number of this corporation is G78518.

I further certify that said corporation has paid all fees and penalties due this office through December 31, 1997, that its most recent annual report was filed on June 3, 1997, and its status is active.

I further certify that said corporation has not filed Articles of Dissolution.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Thirty-first day of December, 1997



CR2EO22 (2-95)

Sandra B. Northam

Sandra B. Northam
Secretary of State

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Amendment, filed on December 19, 1997, effective January 5, 1998, to Articles of Incorporation for TIMES MIRROR TRAINING, INC. which changed its name to ACHIEVEGLOBAL, INC., a Florida corporation, as shown by the records of this office.

The document number of this corporation is G78518.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Twenty-ninth day of December, 1997



CR2EO22 (2-95)

Sandra B. Northam

Sandra B. Northam
Secretary of State

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
97 DEC 19 AM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TIMES MIRROR TRAINING, INC.

EFFECTIVE DATE
1-5-98

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE I - NAME

The name of the corporation shall be AchieveGlobal, Inc.

The effective date shall be January 5, 1998.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

Not applicable

THIRD: The date of each amendment's adoption: December 9, 1997

FOURTH: Adoption of Amendment(s) (CHECK ONE)

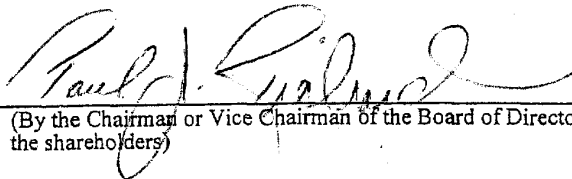
- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
voting group

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 17th day of December, 19 97

Signature



Paul J. Richardson, Secretary

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Typed or printed name

Title