

12-01-1998

FORM PTO-1618A  
Expires 06/30/99  
OMB 0651-0027



U.S. Department of Commerce  
Patent and Trademark Office  
TRADEMARK

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11/25/98

RECORDATION FORM COVER SHEET  
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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)  
Document ID #
- Correction of PTO Error  
Reel #  Frame #
- Corrective Document  
Reel #  Frame #

Conveyance Type

- Assignment
  - License
  - Security Agreement
  - Nunc Pro Tunc Assignment
  - Merger
  - Change of Name
  - Other
- Effective Date  
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date  
Month Day Year

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual
- General Partnership
- Limited Partnership

Corporation

Association

Other

Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

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02 FC:482 25.00 CH

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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:  
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REEL: 1820 FRAME: 0761

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments. #

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

**Number of Properties**

Enter the total number of properties involved. #

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment:

Enclosed  Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes  No

**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. Charges to deposit account are authorized, as indicated herein.

Name of Person Signing

Signature

Date Signed



# State of California

OFFICE OF THE SECRETARY OF STATE

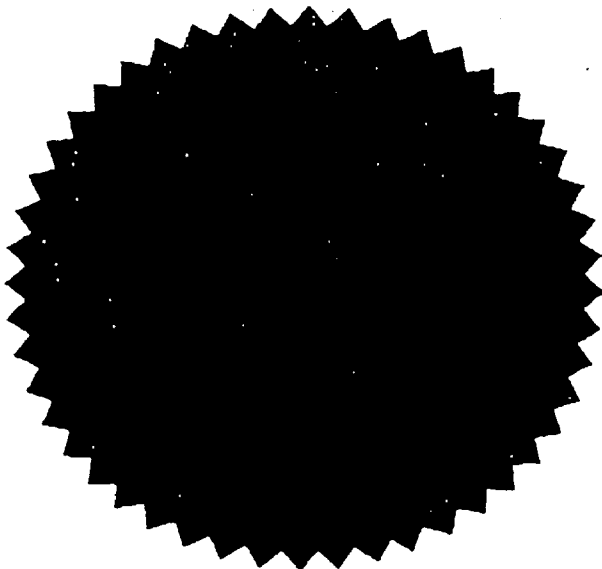
RE: GLOBE BOOK COMPANY, INC. Merged into: FEARON/JANUS/QUERCUS CORPORATION  
Name changed to:  
GLOBE FEARON INC.

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute  
this certificate and affix the Great  
Seal of the State of California this

FEB 07 1994



*March Fong Eu*

Secretary of State



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In the Office of the Secretary of State  
of the State of California

DEC 31 1993

CERTIFICATE OF OWNERSHIP  
GLOBE BOOK COMPANY, INC.

*Elizabeth J. Janus*  
Secretary of State

FEARON/JANUS/QUERCUS CORPORATION

To the Secretary of State  
State of California

Pursuant to the provisions of the General Corporation Law of the State of California, the undersigned officers of the domestic parent corporation hereinafter named do hereby certify as follows:

1. The name of the subsidiary corporation, which is a business corporation of the State of California, and which is to be the surviving corporation under the merger herein certified, is **Fearon/Janus/Quercus Corporation.**
2. The name of the parent corporation is **Globe Book Company, Inc.** which is a business corporation of the State New York, and which is to be the disappearing corporation under the merger herein certified. **Globe Book Company, Inc.** owns 100% of the outstanding shares of **Fearon/Janus/Quercus Corporation.**
3. The following is a copy of the resolutions to merge **Globe Book Company, Inc.**, into **Fearon/Janus/Quercus Corporation** as adopted and approved by the Boards of Directors of **Globe Book Company, Inc.** and **Fearon/Janus/Quercus Corporation**:

**"RESOLVED**, that **Fearon/Janus/Quercus Corporation**, which is a business corporation of the State of California and is the wholly-owned subsidiary of **Globe Book Company, Inc.**, which is a business corporation of the State of New York, does hereby merge said **Globe Book Company, Inc.**, pursuant to the provisions of the New York Business Corporation Law and pursuant to the provisions of the General Corporation Law of the State of California; and further

**RESOLVED**, that **Globe Book Company, Inc.**, which is a business corporation of the State of New York and is the owner of all of the outstanding shares of **Fearon/Janus/Quercus Corporation**, which is a business corporation of the State of California, does hereby merge *itself* into its wholly-owned subsidiary, **Fearon/Janus/Quercus Corporation**, pursuant to the provisions of the General Corporation Law of the State of California and pursuant to the provisions of the New York Business Corporation Law; and further

**RESOLVED**, that **Globe Book Company, Inc.** shall be the disappearing corporation upon the effective date of the merger herein provided for pursuant to the provisions of the New York Business Corporation Law and that **Fearon/Janus/Quercus Corporation** does hereby assume all of the liabilities of **Globe Book Company, Inc.**; and further

**RESOLVED**, **Fearon/Janus/Quercus Corporation** shall continue its existence as the surviving corporation pursuant to the provisions of the General Corporation Law of the State of California; and further

**RESOLVED**, that all of the the issued and outstanding shares of *Globe Book Company, Inc.* shall be surrendered and converted into an equal number of outstanding shares of *Fearon/Janus/Quercus Corporation*; and further

**RESOLVED**, that the Board of Directors and the proper officers of *American Teaching-Aids, Inc.* are hereby authorized, empowered, and directed to do any and all acts and things, and to make execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of the merger herein described; and further

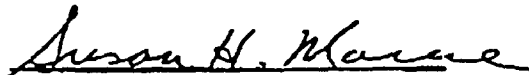
**RESOLVED**, that Article FIRST of the Surviving Corporation's Articles of Incorporation, which relates to the name of the corporation, is hereby amended so as to read as follows:

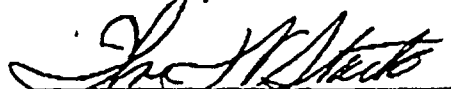
'FIRST: The name of the Corporation is **Globe Fearon Inc.**'

5. The merger herein provided for shall become effective in the State of California on December 31, 1993.

On the date set forth below, in the City of New York in the State of New York, each of the undersigned does hereby declare under the penalty of perjury under the laws of the State of California that she signed the foregoing certificate in the official capacity set forth beneath her signature, and that the statements set forth in said certificate are true of her own knowledge.

Signed on this 1st day of December, 1993.

  
Susan H. Momisroe, Vice President  
of *Globe Book Company, Inc.*  
the Parent Corporation

  
Ilene W. Stack, Assistant Secretary  
of *Globe Book Company, Inc.*  
the parent corporation

merge/parentintoCAsub

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