

01-27-1999

DEPARTMENT OF COMMERCE
Patent and Trademark Office



100948725

Comments or copy thereof.

To the Honorable Commissioner of Patents and Trademark

1. Name of conveying party(ies):

Quality Education Data, Inc.

- Individual(s)
- General Partnership
- Corporation-State - Delaware
- Other
- Association
- Limited Partnership

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

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

Name: Peterson's Guides, Inc.

Internal Address

Street Address: 202 Carnegie Center

City: Princeton State NJ zip: 08540

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State New Jersey
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached? Yes No

(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

1-26-99

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: DECEMBER 27, 1995

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

2,007,602

1,407,908

Additional numbers attached? Yes No

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

Name: Donna M. DiMitri

Internal Address: The Metro Center

Street Address: One Station Place

City: Stamford State: CT ZIP: 06902

6. Total number of applications and registrations involved

2

7. Total fee (37 CFR 3.41): \$65

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

20-0866

65E

(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.

Donna M. DiMitri
Name of Person Signing

Donna DiMitri
Signature

11/15/99
Date

Total number of pages comprising cover sheet

1

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"QUALITY EDUCATION DATA, INC.", A DELAWARE CORPORATION, WITH AND INTO "PETERSON'S GUIDES, INCORPORATED" UNDER THE NAME OF "PETERSON'S GUIDES, INCORPORATED", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF NEW JERSEY, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF DECEMBER, A.D. 1995, AT 3 O'CLOCK P.M.



0909065 8100M

991009721

A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 9512422

DATE: 01-08-99

TRADEMARK
REEL: 1844 FRAME: 0227

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

QUALITY EDUCATION DATA, INC.

INTO

PETERSON'S GUIDES, INCORPORATED

* * * * *

Peterson's Guides, Incorporated, a corporation organized and existing under the laws of New Jersey,

DOES HEREBY CERTIFY:

FIRST: That this corporation was incorporated on the 7th day of April, 1966, pursuant to the Business Corporation Act of the State of New Jersey.

SECOND: That this corporation owns all of the outstanding shares of the stock of Quality Education Data, Inc. a corporation incorporated on the 27th day of February, 1981, pursuant to the General Corporation Law of the State of Delaware.

THIRD: That this corporation, by the following resolutions of its Board of Directors, duly adopted by the unanimous written consent of its members, filed with the minutes of the board on the 18th day of December, 1995, determined to and did merge into itself said Quality Education Data, Inc.:

RESOLVED, that Peterson's Guides, Incorporated merge, and it hereby merges into itself said Quality Education Data, Incorporated and assumes all the obligations; and

FURTHER RESOLVED, that the merger shall be effected on December 31, 1995; and be it

FURTHER RESOLVED, that each outstanding share of Quality Education Data, Incorporated on the effective date of the merger, shall be surrendered and cancelled. No shares of the survivor, Peterson's Guides, Incorporated shall be issued in exchange.

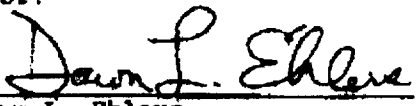
STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 03:00 PM 12/27/1995
950309631 - 909065

IN WITNESS WHEREOF, Peterson's Guides, Incorporated has caused this certificate to be signed by Michael S. Harris, its Vice President and attested by Dawn L. Ehlers, its Assistant Secretary this 21st day of December, 1995.

Peterson's Guides, Incorporated

By 
Michael S. Harris
Vice President

ATTEST:

By 
Dawn L. Ehlers
Assistant Secretary