

08-17-1999



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To the Assistant Commissioner

101119521

1 original document or copy thereof.

1. Name of conveying party(ies):

New Horizons Computer Learning Centers, Inc.,
a Delaware corporation

Additional name(s) attached?

yes no

3. Nature of Conveyance

Assignment Merger
 Security Agreement Change of Name
 Other

Effective Date: April 3, 1996

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

Name: New Horizons Computer Learning Center
of Santa Ana, Inc.,
a Delaware corporation

Internal Address:

Street Address:
1231 East Dyer Road, Suite 140
Santa Ana, California 92705

Additional name(s) & address(es) attached? yes no

08-05-1999
U.S. Patent & TMO/TM Mail Rpt Dt. #64

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

If this document is being filed together with a new application, the execution date of the application is _____.

A. Trademark Application No(s):

B. Trademark Registration No(s):

1,337,233

Additional number(s) attached? yes no

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

Tara A. Kastelic
Calfee, Halter & Griswold LLP
1400 McDonald Investment Center
800 Superior Avenue
Cleveland, Ohio 44114-2688

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$40.00

Enclosed
 Authorized to be charged to deposit account:
 Total fee due
 Any deficiencies in the enclosed fees

8. Deposit account number: 03-0172

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.

Tara A. Kastelic
Name of Person Signing
Reg. No.: 35,980; Tel: 216-622-8329

Tara A. Kastelic
Signature

August 3, 1999
Date

Total number of pages comprising transmittal: 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 AMENDMENT OF "NEW HORIZONS COMPUTER LEARNING CENTERS, INC.", CHANGING ITS NAME FROM "NEW HORIZONS COMPUTER LEARNING CENTERS, INC." TO "NEW HORIZONS COMPUTER LEARNING CENTER OF SANTA ANA, INC.", FILED IN THIS OFFICE ON THE THIRD DAY OF APRIL, A.D. 1996, AT 9 O'CLOCK A.M.



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

Edward J. Freel, Secretary of State

2422541 8100

AUTHENTICATION: 9889034

991308231

DATE: 07-27-99

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION
OF
NEW HORIZONS COMPUTER LEARNING CENTERS, INC.**

**Pursuant to Section 242 of the
Delaware General Corporation Law**

The undersigned, Thomas J. Bresnan, being the Chairman of the Board of Directors, and Gary T. Gann, being the Secretary of New Horizons Computer Learning Centers, Inc., a Delaware corporation (the "Corporation"), hereby certify as follows:

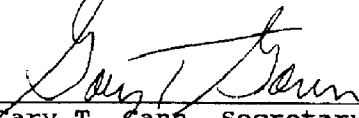
1. The name of the Corporation is New Horizons Computer Learning Centers, Inc.
2. The amendment of the Certificate of Incorporation as hereinafter set forth has been duly adopted in accordance with Section 242 of the Delaware General Corporation Law.
3. The Certificate of Incorporation of the Corporation is hereby amended by deleting in its entirety the current Article I and replacing it with the following:

"The name of the Corporation is New Horizons Computer Learning Center of Santa Ana, Inc."

IN WITNESS WHEREOF, the undersigned, being the duly elected and acting Chairman of the Board of Directors and Secretary, respectively, have hereunto subscribed their names to this Certificate of Amendment and affirm that the facts stated herein are true under penalties of perjury, this 2nd day of April, 1996.



Thomas J. Bresnan, Chairman



Gary T. Gann, Secretary

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