Patent	&	Trademark	Office

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Harcourt Brace & Company Harcourt, Inc. 6277 sea Harbor Drive Orlando, Florida 32887 () Individual(s) () General Partnership () Association () Association () Association () General Partnership () Limited Partnership () Other Additional name(s) of conveying party(ies) attached? () Yes (X) No 3. Nature of Conveyance: () Assignment () Merger () Security Agreement (X) Change of Name () Gesignations must be a separate document Assignment) Additional name(s) & Address(es) attached () Yes (X) No 4. Application or registration number(s): A. Trademark Application No.(s) Additional numbers attached? Additional name(s) & Fortal number of applications and registrations involved: Name: Ava & Doppelt, Esquire Internal Address: Allen, Dugr, Doppelt, Milbrath & Gilchrist, P.A. Street Address: 255 South Orange Avenue Suite 1401 Orlando, FL 32801 Harcourt, Inc. 6277 sea Harbor Drive Orlando, Florida 32887 () Individual(s) citizen in DLL S. () Association () General Partnership () Limited Partnership () Harcourt, Inc. 6277 sea Harbor Drive () Association () General Partnership () Limited Partnership () Corporation-State of Delaware () Yes (X) No If assignee is not domiciled in the United States, a domestic representative designated is attached? () Yes () No Designations must be a separate document Additional number(s): Additional number(s): Additional numbers attached? () Yes () No 5. Name and address of party to whom correspondence concerning document should be mailed: Name: Ava & Doppelt, Esquire Internal Address: Allen, Dugr, Doppelt, Milbrath & Gilchrist, P.A. () Enclosed (receipt for payment) ((X) Charge any amounts due or credit any Overpayment to deposit no. Oli-0484 Oli-0	1. Name of conveying party(ies):			address of receiving party(ies):	
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Sta<u>te of</u> Delaware

Office of the Secretary of State

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 "HARCOURT BRACE &

COMPANY", CHANGING ITS NAME FROM "HARCOURT BRACE & COMPANY" TO

"HARCOURT, INC.", FILED IN THIS OFFICE ON THE TWELFTH DAY OF

FEBRUARY, A.D. 1999, AT 3:30 O'CLOCK P.M.

2323529 8100

991170505



Edward J. Freel, Secretary of State 9722844

AUTHENTICATION:

05-04-99

DATE:

TRADEMARK REEL: 001950 FRAME: 0739

DIVISION OF CORPORATIONS FILED 03:30 PM 02/12/1999 991057178 - 2323529

CERTIFICATE OF AMENDMENT

OF

CERTIFICATE OF INCORPORATION

Harcourt Brace & Company, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by unanimous written consent filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED: That the Certificate of Incorporation of the Corporation be amended by changing Article 1. thereof so that, as amended, said Article shall be and read as follows:

1. The name of the corporation is HARCOURT, INC.

SECOND: That the sole stockholder has given written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said Harcourt Brace & Company has caused this certificate to be signed by Eric P. Geller, its Vice President, this (15% day of February, 1999.

HARCOURT BRACE & COMPANY

By: _____

Eric P. Geller, Vice President

TRADEMARK REEL: 001950 FRAME: 0740

RECORDED: 08/26/1999