



To the Honorable Commissioner of Patents :

101170398

nal documents or copy thereof.

10.12.99

1. Name of conveying party(ies):

Harcourt Brace & Company

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

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

Harcourt, Inc.
6277 Sea Harbor Drive
Orlando, Florida 32887

- Individual(s) citizenship U.S.
- Association
- General Partnership
- Limited Partnership
- Corporation-State of Delaware
- Other

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

3. Nature of Conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other

Execution Date: February 11, 1999

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

4. Application or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,766,996

1766996

Additional numbers attached? Yes No

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

Name: Ava K. Doppelt, Esquire
Internal Address: Allen, Dyer, Doppelt, Milbrath & Gilchrist, P.A.

Street Address: 255 South Orange Avenue
Suite 1401
Orlando, FL 32801

6. Total number of applications and registrations involved:.....(1)

- 7. Total fee (37CFR 3.41)..... \$ 40.00
- Enclosed (receipt for payment)
- Charge any amounts due or credit any Overpayment to deposit account no. 01-0484

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

10/13/1999 MTHAI1 00000128 1766996

DO NOT USE THIS SPACE

01 FC:481 40.00 OP

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.

Ava K. Doppelt, Esquire

Signature

October 5, 1999

Date

Total number of pages including cover sheet, attachments and document: _____

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:

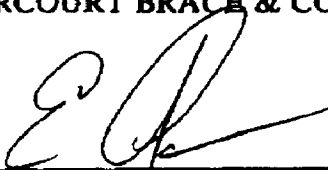
- 1. The name of the corporation is **HARCOURT, INC.**

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 11th day of February, 1999.

HARCOURT BRACE & COMPANY

By: 
Eric P. Geller, Vice President