

73100

09-06-2000



101450394

To the Honorable Commissioner of Patents

Original documents or copy thereof.

1. Name of conveying party(ies):

Harcourt Brace & Company

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

Harcourt, Inc.
6277 Sea Harbor Road
Orlando, Florida 32801

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

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

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

3. Nature of Conveyance:

- () Assignment
- () Security Agreement (X) Change of Name
- () Other

Execution Date: 2/11/99

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 (X)No

4. Application or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,117,467
2,008,942

Additional numbers attached? ()Yes (X)No

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

Ava K. Doppelt, Esquire
Allen, Dyer, Doppelt,
Milbrath & Gilchrist, P.A.
255 South Orange Avenue
Suite 1404
Orlando, Florida 32801

6. Total number of applications and registrations involved:.....(2)

7. Total fee (37CFR 3.41)..... \$ 65.00

- (X) Enclosed (receipt for payment)
- (X) 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)

09/01/2000 WTHA11 00000017 2117467

DO NOT USE THIS SPACE

01 FC:481 40.00 OP
02 FC:482 25.00 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

July 31, 2000

Signature

Date

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

15:06

CT BOSTON

STATE OF DELAWARE
SECRETARY OF STATE
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:

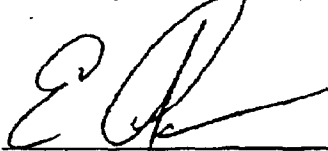
1. The name of the corporation is **HARCOURT, INC.**

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 11th day of February, 1999.

HARCOURT BRACE & COMPANY

By: 
Eric P. Geller, Vice President