



To the Honorable Commissioner of Patents and

101577037

all documents or copy thereof.

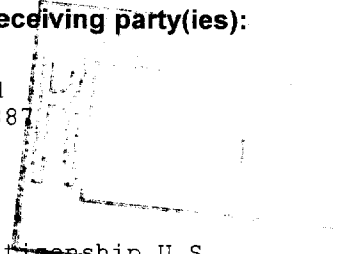
1. Name of conveying party(ies):

Harcourt Brace & Company

MAILED 12-21-00

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

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



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

- 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

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

Execution Date: 2/11/99

4. Application or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,213,938
1,215,812

Additional numbers attached?

Yes 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
 Enclosed (receipt for payment)
 Charge any amounts due or credit any Overpayment to deposit account no. 01-0484

01/09/2001 010M11 00000034 1213938

01 PD:481 40.00 DP
02 PD:482 25.00 DP

(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.

Ava K. Doppelt, Esquire

Signature

December 19, 2000

Date

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

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
TRADEMARK TRANSMITTAL FORM

Applicant: **HARCOURT, INC.**
Atty. Docket No.: **11756, 11757**
Registration No.: **1213938, 1215812**
Mark: **MILLER COMPREHENSIVE GAAP GUIDE** and
MILLER COMPREHENSIVE GAAP GUIDE UPDATE
Class(es): 16

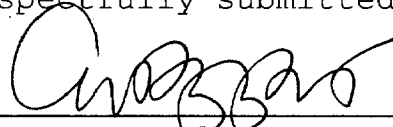
I am enclosing the following documents for filing for the above-noted matter:

- ___ 1. Trademark Application.
- ___ 2. List of Goods/Services.
- ___ 3. Executed Combined Declaration and Power of Attorney.
- ___ 4. Drawing.
- ___ 5. ___ Specimen.
- ___ 6. Appointment of Domestic Representative.
- ___ 7. Certified Copy of _____.
- ___ 8. Appeal Brief.
- ___ 9. Response to Office Action.
- ___ 10. Request for Extension of Time _____.
- ___ 11. Statement of Use Under 37 C.F.R. §2.88 with Declaration.
- ___ 12. Answer to Notice of Opposition (in triplicate).
- ___ 13. Combined Declaration of Use / Incontestability under §8&15.
- ___ 14. Renewal Application.
- xxxx 15. Firm's Check No. 62338 in the amount of \$65.
- xxxx 16. Postcard.
- xxxx 17. Duplicate copy of this letter.
- xxxx 18. Assignment document and recordation cover sheet.

Please charge any amounts due or credit any overpayment to our firm's Deposit Account No. 01-0484. We are enclosing a duplicate copy of this letter for that purpose.

Respectfully submitted,

Date: December 19, 2000

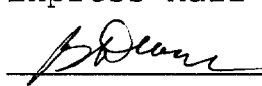


Ava K. Doppelt
Allen, Dyer, Doppelt, Milbrath & Gilchrist, P.A.
255 South Orange Ave, Ste. 1401
Orlando, Florida 32802
(407) 841-2330
fax (407) 841-2343

CERTIFICATE OF EXPRESS MAILING

I do hereby certify that the foregoing documents are being deposited with the United States Postal Service as express mail, postage prepaid, in an envelope addressed to the Commissioner of Patents and Trademarks, Washington, D.C. 23231.

Express Mail No. **EL675343527US**



December 19, 2000

TRADEMARK
REEL: 002209 FRAME: 0784

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TRADEMARK TRANSMITTAL FORM

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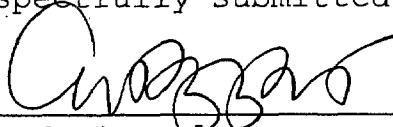
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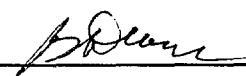


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December 19, 2000

TRADEMARK
REEL: 002209 FRAME: 0785

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

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

Edward J. Freel, Secretary of State

9722842

AUTHENTICATION:

05-04-99

DATE:

TRADEMARK
REEL: 002209 FRAME: 0786

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