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06/14/2001 LMWELLER 00000152 74552481

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01 FC:401
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Area Code and Telephone Number

415.409.2900

Name

CAROLE F. BARRETT

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c/o COUDERT BROTHERS

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Address (line 3)

SUITE 3300

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SAN FRANCISCO, CALIFORNIA 94111

Pages Enter the total number of pages of the attached conveyance document including any attachments.

6 (SIX)

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trade Application Number(s)

Registration Number(s)

74/552,481	74/552,484	

Number of Properties Enter the total number of properties involved.

2 (TWO)

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

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50-1197

Authorization to charge additional fees:

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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. Charges to deposit account are authorized, as indicated herein.

CAROLE F. BARRETT

Name of Person Signing

Carole F. Barrett

Signature

JUNE 7, 2001

Date Signed

JEM
Examiner

The Commonwealth of Massachusetts

William Francis Garvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

PD

ARTICLES OF AMENDMENT (General Laws, Chapter 156B, Section 72)

Name Approved

We, Ronald N. Woodward Executive Vice President
Francis J. O'Brien Assistant Clerk

of Addison-Wesley Publishing Company, Inc.
(Exact name of corporation)

located at One Jacob Way, Reading, MA 01867
(Street address of corporation in Massachusetts)

certify that these Articles of Amendment affecting articles numbered:

1
(Number those articles 1, 2, 3, 4, 5 and/or 6 being amended)

of the Articles of Organization were duly adopted at a meeting held on December 15, 1995, by vote of:

1,000 shares of Common of 1,000 shares outstanding.
(type, class & series, if any)
 shares of of shares outstanding, and
(type, class & series, if any)
 shares of of shares outstanding.
(type, class & series, if any)

C
P
M
R.A.

~~being at least a majority of each type, class or series outstanding and entitled to vote thereon: ~~two-thirds~~ ~~of each type, class or series outstanding and entitled to vote thereon and of each type, class or series of which at least two-thirds are entitled to vote thereon.~~~~

*Delete the inapplicable words. **Delete the inapplicable clause.
1 For amendments adopted pursuant to Chapter 156B, Section 70.
2 For amendments adopted pursuant to Chapter 156B, Section 71.
Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring each addition is clearly indicated.

4

2-5-88 y

To change the number of shares and the par value (if any) of any type, class or series of stock which the corporation is authorized to issue, fill in the following:

The total *presently* authorized is:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

Change the total authorized to:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

Article 1 is amended by changing the name of the Corporation to "Addison Wesley Longman, Inc."

The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws, Chapter 156B, Section 6 unless these articles specify, in accordance with the vote adopting the amendment, a later effective date not more than thirty days after such filing, in which event the amendment will become effective on such later date.

Later effective date: December 30, 1995

SIGNED UNDER THE PENALTIES OF PERJURY, this _____ day of December, 19 95



Ronald N. Woodward, Executive ~~President~~ / Vice President.



Francis J. O'Brien, ~~Secretary~~ / Assistant Clerk.

*Delete the inapplicable word.

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REEL: 002314 FRAME: 0445

RECEIVED 19 PM 3:58 ARTICLES OF AMENDMENT
(General Laws, Chapter 156B, Section 72)
NOTARY DIVISION

I hereby approve the within Articles of Amendment and, the filing fee in the amount of \$ 100 having been paid, said articles are deemed to have been filed with me this 19th day of December 19 95.

Effective date: 12/30/95

William Francis Galvin

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

A TRUE COPY ATTEST
William Francis Galvin
WILLIAM FRANCIS GALVIN
SECRETARY OF THE COMMONWEALTH
DATE 4/27/01 CLERK llk

TO BE FILLED IN BY CORPORATION
Photocopy of document to be sent to:

David Shea

Nutter, McClennen & Fish
One International Place
Boston, MA 02110-2699