

10-05-2001

Patent & Trademark Office



To the Honorable Commissioner of Patents

and original documents or copy thereof.

101866181

1. Name of conveying party(ies):

Harcourt Brace & Company

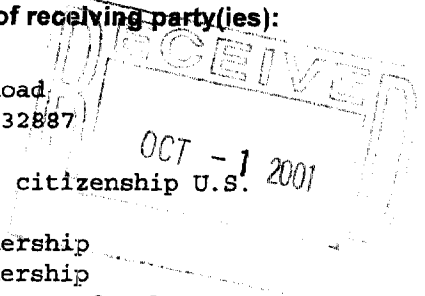
10/01/01

- 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 Road
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

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)

10/04/2001 TDIAZI 00000093 1989170

01 FC:481	40.00 GP
02 FC:482	25.00 GP

B. Trademark Registration No.(s)

1,989,170
1,994,073

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

(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

September 26, 2001

Signature

Date

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

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.



A handwritten signature in cursive script, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State
9722842

AUTHENTICATION: 05-04-99

DATE:

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991170505

TRADEMARK
REEL: 002378 FRAME: 0691

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

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