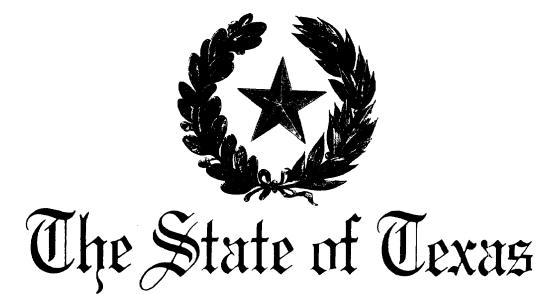
Form PTO 1584 1 0 -	10-2001 U.S. DEPARTMENT OF COMMERCE
1-31-82 Patent and Trademark Office	
To the Honorable Commissioner of Patents	867978 ned original documents or copies thereof
Name of conveying party(ies):	2. Name and address of receiving party(ies):
Voyager Expanded Learning Systems, Inc.	Name: Voyager Expanded Learning, Inc.
	Internal Address:
☐ Individual(s) ☐ Association	Street Address: 1125 Longpoint Ave.
☐ General Partnership ☐ Limited Partnership Texas	City: Dallas State Texas ZIP: 75247-6809
☐ Corporation-State☐ Other	Individual(s)citizenship Association
Additional name(s) of conveying party(ies) attached? ☐Yes ☑No	General Partnership Limited Partnership 09-25-2001
Nature of conveyance:	Corporation-State Texas U.S. Patent & TMOfc/TM Mail Ropt Dt. #50
Assignment Merger	Other
☐ Security Agreement ☐ Change of Name	If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No
Other	(Designations must be a separate document from Assignment)
Execution Date: May 25, 1995	Additional name(s) & address(es) attached?
4. Application number(s) or Registration number(s): A. Trademark Application No.(s) 76/185,318; 76/216,900;	B. Trademark registration No.(s) 2,129,258 and 2,226,416
76/216,902; 76/230,758 and 76/241,463	
Additional numbers a	I Yes ⊠ No
5. Name and address of party to whom correspondence concerning document should be mailed:	6. Total number of applications and trademarks involved:
concerning document should be mailed.	dadomarko irrorroa.
Name: Michele P. Schwartz	7. Total fee (37 CFR 3.41): \$ 190.00
Internal Address: Hughes & Luce, L.L.P.	7. Totaliee (37 OF N 3.41)
Suite 2800	☐ Enclosed
	Authorized to be charged to deposit account
Street Address: 1717 Main Street	8. Deposit account number: 501343
City: Dallas State: Texas ZIP: 75201	(Attach duplicate copy of this page if paying by deposit account)
DO NOT USE THIS SPACE	
Statement and signature.	
To the best of my knowledge and belief, the foregoing inform	nation is true and correct and any attached copy is a true copy of the
original document. Michele P. Schwartz	1 1/25/8/
	Signature Date
Name of Person Signing	Total number of pages including cover sheet: 4
	Total humber of pages including cover sheet. 4
71 FC:481 40.00 CH 12 FC:482 150.00 CH Do not de	tach this portion
Mail documents to be recorded with required cover sheet infor	mation to:
Commissioner of Patents and Trademarks	
Box Assignments Washington, D.C. 20231	
Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.	
Published by THE BUREAU OF NATIONAL AFFAIRS, INC., Washington, D.C. 20037	

TRADEMARK 0208.00001:620761.01
REEL: 002379 FRAME: 0840



SECRETARY OF STATE

IT IS HEREBY CERTIFIED that the attached is a true and correct copy of the following described document on file in this office:

> VOYAGER EXPANDED LEARNING, INC. FILE NO. 130887100

ARTICLES OF AMENDMENT

JUNE 5, 1995



IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on September 17, 2001.

> Henry Cuellar Secretary of State DAE

TRADEMARK REEL: 002379 FRAME: 0841

0200703733

In the Office of the Secretary of State of Texas

> JUN 5 1995

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF VOYAGER EXPANDED LEARNING SYSTEMS, INC. Corporations Section

Pursuant to the provisions of Article 4.04 of the Texas Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE I.

The name of the corporation is VOYAGER EXPANDED LEARNING SYSTEMS, INC.

ARTICLE II.

The following amendment to the corporation's Articles of Incorporation was adopted by the shareholders of the corporation on May 25, 1995:

ARTICLE ONE of the Articles of Incorporation is amended and restated to read as follows:

"ARTICLE ONE

<u>Name</u>

The name of the corporation is Voyager Expanded Learning, Inc."

ARTICLE III.

The number of shares of the corporation outstanding at the time of such adopte of was 2,500,000 shares of Common Stock and no shares of Preferred Stock; and the number of shares entitled to vote thereon was 2,500,000.

> TRADEMARK REEL: 002379 FRAME: 0842

ARTICLE IV.

The holders of all of the shares outstanding and entitled to vote on said amendment has signed a consent in writing adopting said amendment, pursuant to Article 9.10 adopting said amendment and any written notice required by Article 9.10 has been given.

DATED: May 25, 1995.

RECORDED: 09/25/2001

VOYAGER EXPANDED LEARNING SYSTEMS, INC.

By

Randy Best, President