

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

Asst. Commissioner for Trademarks
2900 Crystal Drive
Arlington, Virginia 22202

RE:OurFiles:T74455;T74895
T74425;T74435;T74445
T76235; T74605

<p>1. <u>Name (and address) of conveying party(ies)</u></p> <p>KEEPSMART.COM 12 Skyline Drive Hawthorne, NY 10532</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-Delaware <input type="checkbox"/> Other-</p>	<p>2. <u>Name and Address of receiving party(ies)</u></p> <p>SmartPros LTD 12 Skyline Drive Hawthorne, NY 10532</p> <p><input type="checkbox"/> Individual(s) citizenship <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-Delaware <input type="checkbox"/> Other -</p>
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If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment; <input type="checkbox"/> Security Agreement; <input type="checkbox"/> Other;</p>	<p><input type="checkbox"/> Merger <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Change of Address</p>
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Execution Date: June 18, 2001

4. Application number(s) or registration number(s): 14

A. Trademark Application No.(s) No. (s)	B. Trademark Reg.
75/883,770	2,326,066
75/883,760	2,404,916
75/882,718	2,404,915
75/882,732	2,402,968
75/882,720	
75/662,797	
75/613,441	

75/598,970
75/597,995
78/066,522

Additional numbers attached Yes No

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

COLLEN LAW ASSOCIATES, P.C.
The Holyoke-Manhattan Building
80 South Highland Avenue
Ossining, New York 10562

6. Total number of applications and registrations involved: 10

7. Total fee (37 CFR 3.41) \$365.00

- Enclosed
- Authorized to be charged to deposit account
- Already submitted

8. Deposit account number:
03-2465

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

Jess M. Collen

Jess M. Collen

January 30, 2002

Name of person signing

Signature

Date

Total number of pages comprising cover sheet, attachments

and documents: 4

JMC/MC:jml

Enclosures: - Change of Name certificate

NOTE: IF THERE IS ANY FEE DUE AT THIS TIME, PLEASE CHARGE IT TO OUR DEPOSIT ACCOUNT NO. 03-2465 AND ADVISE.

74455etal.doc

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, 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 "KEEPSMART.COM, INC.", CHANGING ITS NAME FROM "KEEPSMART.COM, INC." TO "SMARTPROS LTD.", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF JUNE, A.D. 2001, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1194585

DATE: 06-18-01

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