

02-05-2003

Form PTO-1594

(Rev. 10/02)

OMB No. 0651-0027 (exp. 6/30/2001)

Tab settings



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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): 1-30-03
Learning Systems Sciences, Inc.

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

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Mohr Learning, Inc.
Internal
Address: _____

Street Address: 75 North Maple Avenue
City: Ridgewood State: NJ Zip: 07075

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? Yes No

OFFICE OF PUBLIC RECORDS
2003 JAN 30 AM 9:40
FILING SECTION 1

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 12/28/99

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

A. Trademark Application No.(s) _____

Additional number(s) attached Yes No

B. Trademark Registration No.(s) _____
See Attached Schedule A

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

Name: Matthew D. Hanaghan
 Internal Address: Nutter, McClennen & Fish, LLP

Street Address: World Trade Center West
155 Seaport Boulevard

City: Boston State: MA Zip: 02210

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
141449

DO NOT USE THIS SPACE

9. Signature.

Renee' Diana Sanft [Signature] 1/31/03
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 4

04/2/03 L'AMUREL 00000182 2276414
FC:60 1 40.00 DF
FC:65 2 25.00 DF

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002664 FRAME: 0423

Schedule A

Learning Systems Sciences, Inc. Trademark Registrations

Please record a Change of Name (from Learning Systems Sciences, Inc. to Mohr Learning, Inc.) for the following trademark registrations:

Registrations

<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>	
HUMANET	2,276,414	September 7, 1999	Registered
LEARNING SYSTEMS SCIENCES	2,213,636	December 19, 1998	Registered

1187953.1

LEARNING SYSTEMS SCIENCES, INC.**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION**

Learning Systems Sciences, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Company"), does hereby certify:

1. That the Board of Directors of the Company, by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Company's Certificate of Incorporation:

VOTED: The Certificate of Incorporation of the Company shall be amended such that the Article First thereof, as amended, shall be and read as follows:

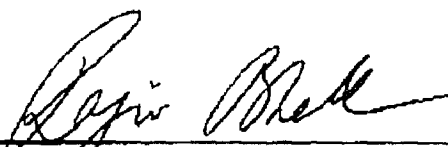
"Article First. The name of the corporation is 'MOHR Learning, Inc.'"

2. That in lieu of a meeting and a vote of stockholders, the sole stockholder of the Company 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.

3. That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

4. That this Certificate of Amendment of the Certificate of Incorporation of the Company shall be effective immediately upon filing.

LEARNING SYSTEMS SCIENCES, INC.

By: 
Rajiv Bhat
Vice President

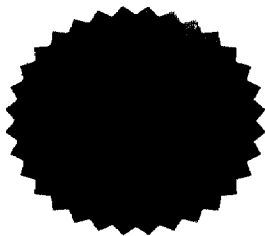
810240.1

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 11:30 AM 12/28/1999
991563705 - 2846195

TRADEMARK
REEL: 002664 FRAME: 0425

The First State

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 "LEARNING SYSTEMS SCIENCES, INC.", CHANGING ITS NAME FROM "LEARNING SYSTEMS SCIENCES, INC." TO "MOHR LEARNING, INC.", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 1999, AT 11:30 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2234530

DATE: 01-30-03

RECORDED: 01/30/2003

TRADEMARK

REEL: 002664 FRAME: 0426