

08-21-2003

Form PTO-1594

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

(Rev. 03/01)

102530934

OMB No. 0651-0027 (exp. 5/31/2002)

Tab settings

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

1. Name of conveying party(ies): Oakstone Wellness Publishing, LLC *8-18-03*

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other Limited liability company - Delaware

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

2. Name and address of receiving party(ies)

Name: Oakstone Publishing, LLC
Internal
Address: C/o Hights Cross Communications, Inc.

Street Address: 10 New King Street, Suite 110
City: White Plains State: NY Zip: 10604

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 08/12/2003

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

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

A. Trademark Application No.(s)
Additional number(s) attached Yes No

B. Trademark Registration No.(s)
2250060; 2143130; 2145063; 1911330
 Yes No

OPR/FINANCE
2003 AUG 18 AM 8:24

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

Name: Miriam J. Rovner, Senior Legal Assistant
Internal Address:
08/20/2003 GTON11 00000102 2250060
01 FC:8521 40.00 OP
02 FC:8522 75.00 OP
Street Address: Goodwin Procter LLP
Exchange Place
City: Boston State: MA Zip: 02109-2881

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41) \$115.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
07-1700
(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.

Marina I. Cardoso *Marina I. Cardoso* August 18, 2003
Name of Person signing Signature Date

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

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

Delaware

PAGE 1

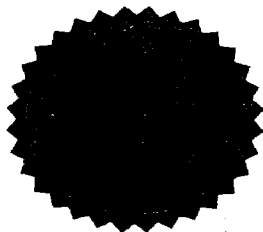
The First State

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 MERGER, WHICH MERGES:

"EDUCATIONAL REVIEWS HOLDING, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"OAKSTONE WELLNESS PUBLISHING, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "OAKSTONE PUBLISHING, LLC" UNDER THE NAME OF "OAKSTONE PUBLISHING, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWELFTH DAY OF AUGUST, A.D. 2003, AT 4:07 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2717321 8100M

AUTHENTICATION: 2579577

030526280

DATE: 08-13-03

TRADEMARK

REEL: 002806 FRAME: 0297

CERTIFICATE OF MERGER
OF
OAKSTONE WELLNESS PUBLISHING, LLC
AND
EDUCATIONAL REVIEWS HOLDING, LLC
INTO
OAKSTONE PUBLISHING, LLC

Pursuant to Section 18-209 of the Delaware Limited Liability Company Act (the "Act") as amended, the undersigned surviving limited liability company submits the following Certificate of Merger (the "Certificate of Merger") for filing and certifies that:

1. The name and jurisdiction of formation of each of the limited liability companies which is to merge (the "Merger") are:

<u>Name</u>	<u>Jurisdiction</u>
Oakstone Wellness Publishing, LLC	Delaware
Educational Reviews Holding, LLC	Delaware
Oakstone Publishing, LLC	Delaware

2. An Agreement and Plan of Merger (the "Merger Agreement") has been approved and executed by each of the foregoing domestic limited liability companies.

3. The name of the surviving limited liability company is Oakstone Publishing, LLC.

4. The Merger shall become effective upon filing of the Certificate of Merger.

5. The Merger Agreement is on file at the place of business of the surviving limited liability company which is located at c/o Heights Cross Communications, Inc., 10 New King Street, Suite 110, White Plains, NY 10604.

6. A copy of the Merger Agreement will be furnished by the surviving limited liability company, on request and without cost, to any member of any domestic limited liability company or any person holding an interest in any other business entity which is a party to the Merger.

[Signature page follows]

IN WITNESS WHEREOF, this Certificate of Merger has been duly executed as of the 12th day of August, 2003, and is being filed in accordance with Section 18-209 of the Act by an authorized person of the surviving limited liability company in the merger.

OAKSTONE PUBLISHING, LLC

**By: Hights Cross Operating Company,
Its Manager**

By: /s/ Paul J. Crecca

**Name: Paul J. Crecca
Title: Vice President**