

11-13-2003



Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

REC TRADE 102599533

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

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):

THE PSYCHOLOGICAL CORPORATION

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

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

2. Name and address of receiving party(ies)

Name: HARCOURT ASSESSMENT, INC.

Internal Address:

Street Address: 19500 Bulverde Road

City: San Antonio State: TX Zip: 78259

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State New York 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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: Effective October 1, 2003

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

SEE SCHEDULE A

Additional number(s) attached Yes No

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

Name: Renee Simonton

Internal Address: Reed Elsevier

Street Address: 1105 North Market Street

NINTH FLOOR

City: Wilmington State: DE Zip: 19801

6. Total number of applications and registrations involved: 8

7. Total fee (37 CFR 3.41): \$ 215.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

502034

(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.

RENEE SIMONTON

Name of Person Signing

Signature

10/15/03

Date

11/12/2003 LNUELLER 00000275 502034 76362336 Total number of pages including cover sheet, attachments, and document:

01 FC:6521 40.00 DA 02 FC:6522 175.00 DA

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

TRADEMARK REEL: 002861 FRAME: 0655

SCHEDULE A

| Mark | Application | Application Date | Registration | Registration Date |
|---------------------------------------|-------------|------------------|--------------|-------------------|
| Partnering For All Children's Success | 76/362338 | 1/24/02 | 2708825 | 4/22/03 |
| PCAT | 74/351807 | 1/25/93 | 1790390 | 8/31/93 |
| Peel & Put | 72/412900 | 1/17/72 | 960455 | 6/5/73 |
| Peel & Put | 72/463260 | 7/18/73 | 1003993 | 2/4/75 |
| PictureGallery | 74/505551 | 3/28/94 | 1930303 | 10/24/95 |
| PNEE | 74/359443 | 2/16/93 | 1817903 | 1/25/94 |
| PSYTEST | 74/296004 | 7/20/92 | 1848112 | 8/2/94 |
| RBANS | 76/314922 | 9/20/01 | 2576139 | 6/4/02 |

F031001000473

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF**

THE PSYCHOLOGICAL CORPORATION

(Under Section 805 of the New York Business Corporation Law)

CSC 45
DRAW DOWN

FIRST: The name of the Corporation is **THE PSYCHOLOGICAL CORPORATION**. The name under which it was formed is **THE PSYCHOLOGICAL CORPORATION**.

SECOND: The date of filing of the Certificate of Incorporation with the Department of State is May 3, 1921.

THIRD: The amendment effected by this Certificate of Amendment is as follows:

Article First of the Certificate of Incorporation relating to the name of the corporation is hereby amended to read, in its entirety, as follows:

“FIRST: The name of the Corporation is **HARCOURT ASSESSMENT, INC.**”

FOURTH: The Certificate of Amendment was authorized by the Unanimous Written Consent of the Board of Directors followed by the Written Consent of the Sole Shareholder of the Corporation.

IN WITNESS WHEREOF, The Psychological Corporation has caused this Certificate of Amendment to be executed by Henry Z. Horbaczewski, Vice President, this 24th day of September, 2003.

THE PSYCHOLOGICAL CORPORATION

By: s/Henry Z. Horbaczewski
Henry Z. Horbaczewski, Vice President

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CERTIFICATE OF AMENDMENT

OF

THE PSYCHOLOGICAL CORPORATION

Under Section 805 of the Business Corporation Law

122
STATE OF NEW YORK
DEPARTMENT OF STATE

FILED OCT 01 2003

TAXS

BY:

[Handwritten signature]
New York

FILED BY:

REED ELSEVIER INC.
1105 N. Market Street
Suite 912
Wilmington, DE 19801

Cust. Ref#260572JS1

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RECEIVED

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TRADEMARK

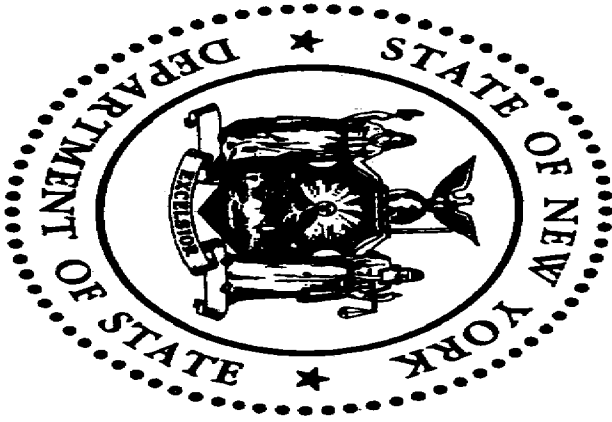
REEL: 002861 FRAME: 0658

State of New York }
Department of State } SS:

I hereby certify that the annexed copy has been compared with the original document filed by the Department of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

October 06, 2003



A handwritten signature in black ink, appearing to be "R. M. AD", written over a horizontal line.

Secretary of State