

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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| SUBMISSION TYPE: | NEW ASSIGNMENT |
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| NATURE OF CONVEYANCE: | CHANGE OF NAME |
|-----------------------|----------------|

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|------------------------------|----------|----------------|-----------------------|
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Grolier Publishing Co., Inc. | | 11/12/2002 | CORPORATION: DELAWARE |

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| RECEIVING PARTY DATA | |
| Name: | Scholastic Library Publishing, Inc. |
| Street Address: | 90 Sherman Turnpike |
| City: | Danbury |
| State/Country: | CONNECTICUT |
| Postal Code: | 06816 |
| Entity Type: | CORPORATION: DELAWARE |

| PROPERTY NUMBERS Total: 6 | | |
|---------------------------|---------|--------------------------------|
| Property Type | Number | Word Mark |
| Registration Number: | 0889087 | CP |
| Registration Number: | 2283260 | PARENTS AS PARTNERS IN READING |
| Registration Number: | 2718815 | ROOKIE BIOGRAPHIES |
| Registration Number: | 2662952 | ROOKIE CHOICES |
| Registration Number: | 1734024 | ROOKIE READ-ABOUT |
| Registration Number: | 2460488 | SCICLOPEDIA |

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|--|---------------------------|
| CORRESPONDENCE DATA | |
| Fax Number: | (212)593-9175 |
| <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | |
| Phone: | 212.980.0120 |
| Email: | ndelvechio@fkkslaw.com |
| Correspondent Name: | Edward H. Rosenthal, Esq. |
| Address Line 1: | 488 Madison Avenue |
| Address Line 4: | New York, NEW YORK 10022 |

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|-------------------------|----------|
| ATTORNEY DOCKET NUMBER: | 4704-300 |
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CH \$165.00 0889087

NAME OF SUBMITTER:

Nicoletta Del Vecchio

Total Attachments: 2

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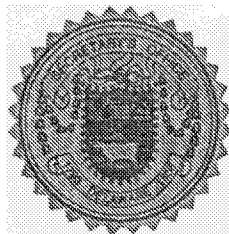
Delaware

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 AMENDMENT OF "GROLIER PUBLISHING CO INC.", CHANGING ITS NAME FROM "GROLIER PUBLISHING CO., INC." TO "SCHOLASTIC LIBRARY PUBLISHING, INC.", FILED IN THIS OFFICE ON THE TWELFTH DAY OF NOVEMBER, A.D. 2002, AT 8 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2143320 B100

020698285

AUTHENTICATION: 2090099

DATE: 11-14-02 TRADEMARK

REEL: 002912 FRAME: 0925

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
GROLIER PUBLISHING CO., INC.

GROLIER PUBLISHING CO., INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation 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 Certificate of Incorporation of said corporation:


RESOLVED, that the Certificate of Incorporation of GROLIER PUBLISHING, CO. INC, be amended by changing Article thereof numbered "FIRST" so that, as amended, said Article shall be and read as follows:

FIRST: The name of the corporation is: SCHOLASTIC LIBRARY PUBLISHING, INC.

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware

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

IN WITNESS WHEREOF, said GROLIER PUBLISHING CO., INC. has caused this certificate to be signed by Teresa M. Connelly, its Assistant Secretary, this 11th day of November, 2002.

By 
Assistant Secretary
Teresa M. Connelly