

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

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

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: 4		
Property Type	Number	Word Mark
Registration Number:	1325704	CHILDRENS PRESS
Registration Number:	1381361	A ROOKIE READER
Registration Number:	1319323	CRITTERLAND ADVENTURES
Registration Number:	1367588	MY FIRST STEPS TO READING

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:	ndelvecchio@fkkslaw.com
Correspondent Name:	Edward H. Rosenthal
Address Line 1:	488 Madison Avenue, 9th Floor
Address Line 4:	New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	4704-300
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NAME OF SUBMITTER:	ndelvecchio@fkkslaw.com
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Total Attachments: 2
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**CH \$115.00 1325704**

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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 8100

020698285

AUTHENTICATION: 2090099

DATE: 11-14-02

TRADEMARK

REEL: 002936 FRAME: 0005

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:

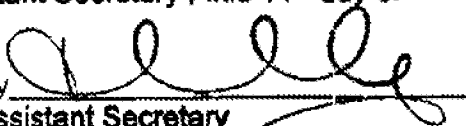
RESOLVED, that the Certificate of Incorporation of GROLIER PUBLISHING, CO. INC. be amended by changing Article thereof numbered "FIRST" so that, as amended, said Article shall be and read as follows:

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 11<sup>th</sup> day of November, 2002.

By   
Assistant Secretary  
Teresa M. Connelly