

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	MERGER
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Steck-Vaughn Company		01/07/2003	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Harcourt Supplemental Publishers Inc.
Street Address:	10801 North Mopac Expressway
City:	Austin
State/Country:	TEXAS
Postal Code:	78759
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	2299950	STECK-VAUGHN PHONICS READERS PLUS

CORRESPONDENCE DATA	
Fax Number:	(302)884-8300
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Email:	trademarks@reilaw.com
Correspondent Name:	Reed Elsevier Intellectual Property
Address Line 1:	1105 North Market Street
Address Line 2:	FIFTH FLOOR
Address Line 4:	Wilmington, DELAWARE 19801

NAME OF SUBMITTER:	Renee Simonton, President
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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 "STECK-VAUGHN COMPANY", CHANGING ITS NAME FROM "STECK-VAUGHN COMPANY" TO "HARCOURT SUPPLEMENTAL PUBLISHERS INC.", FILED IN THIS OFFICE ON THE SEVENTH DAY OF JANUARY, A.D. 2003, AT 2 O'CLOCK P.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2078639 8100

030070139

AUTHENTICATION: 2242870

DATE: 02-05-03
TRADEMARK

REEL: 002991 FRAME: 0859

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
STECK-VAUGHN COMPANY**

STECK-VAUGHN COMPANY, 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 unanimous written consent filed with the minutes of the Board, adopted a resolution proposing the following amendment to the Certificate of Incorporation of said Corporation:

RESOLVED, that the Certificate of Incorporation of the Corporation be amended, so that Article 1 thereof shall read, in its entirety:

“1. The name of the corporation is **Harcourt Supplemental Publishers Inc.**”

SECOND: That the sole stockholder 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.

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 Steck-Vaughn Company has caused this Certificate to be executed by Henry Z. Horbaczewski, its Vice President, this 6th day of January, 2003.

STECK-VAUGHN COMPANY

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

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 02:00 PM 01/07/2003
030010304 - 2078639

RECORDED: 12/15/2004

TRADEMARK
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