

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
GEP Acquisition, Inc.		10/02/1996	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Gateway Learning Corporation		
Street Address:	2900 S. Harbor Blvd., Suite 202		
City:	Santa Ana		
State/Country:	CALIFORNIA		
Postal Code:	92704		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1877587	1-800-ABCDEFG	
Registration Number:	2224496	1-888-ABCDEFG	
CORRESPONDENCE DATA			
Fax Number:	(248)594-0610		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	248.594.0630		
Email:	tmdocketing@raderfishman.com		
Correspondent Name:	Michael D. Fishman		
Address Line 1:	39533 Woodward Avenue, Suite 140		
Address Line 4:	Bloomfield Hills, MICHIGAN 48304		
NAME OF SUBMITTER:	Michelle L. Visser		
Signature:	/Michelle L. Visser/		
Date:	12/22/2004		

CH \$65.00 1877587

Total Attachments: 2

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**TRADEMARK
 REEL: 002996 FRAME: 0289**

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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, 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 "GEP ACQUISITION, INC.", CHANGING ITS NAME FROM "GEP ACQUISITION, INC." TO "GATEWAY LEARNING CORPORATION", FILED IN THIS OFFICE ON THE SECOND DAY OF OCTOBER, A.D. 1996, AT 5:30 O'CLOCK P.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0772042

001544926

DATE: 11-02-00

TRADEMARK
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10/02/96

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S&S S.F. OFFICE

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 05:30 PM 10/02/1996
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**CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF INCORPORATION
OF
GEP ACQUISITION, INC.**

GEP ACQUISITION, INC., a corporation organized and existing under the laws of the state of Delaware, **HEREBY CERTIFIES AS FOLLOWS:**

1. The name of the corporation is **GEP Acquisition, Inc.** (the "**Corporation**"). The date of filing of its certificate of incorporation with the Secretary of State of the State of Delaware was July 31, 1996.
2. This certificate of amendment sets forth an amendment to the certificate of incorporation of the Corporation which was duly adopted by the written consent of the sole stockholder of the Corporation entitled to vote thereon in accordance with the provisions of §§ 242 and 228 of the General Corporation Law of the State of Delaware.
3. Article 1 of the certificate of incorporation is hereby amended in full to be and read as follows:
 - "1. The name of the corporation is: **Gateway Learning Corporation**"

IN WITNESS WHEREOF, the Corporation has caused this certificate to be signed by its duly authorized officer on October 2nd, 1996

GEP ACQUISITION, INC.

By: 
Brian K. Adams
President

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S&S S.F. OFFICE

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96/20/01