

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
Bobit Publishing Company		06/01/2004	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Bobit Business Media Inc.		
Street Address:	3520 Challenger Street		
City:	Torrance		
State/Country:	CALIFORNIA		
Postal Code:	90503		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	0802742	SCHOOL BUS FLEET	
Registration Number:	1381380	METRO	
CORRESPONDENCE DATA			
Fax Number:	(312)609-5005		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	hmiller@vedderprice.com		
Correspondent Name:	Holly Miller		
Address Line 1:	222 North LaSalle Street - 24th Floor		
Address Line 2:	Vedder, Price, Kaufman & Kammholz, P.C.		
Address Line 4:	Chicago, ILLINOIS 60601		
NAME OF SUBMITTER:	Angelo J. Bufalino		
Signature:	/Angelo J. Bufalino/		
Date:	04/14/2005		

CH \$65.00 0802742

Total Attachments: 5

900023092

**TRADEMARK
 REEL: 003066 FRAME: 0769**

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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 "BOBIT PUBLISHING COMPANY", CHANGING ITS NAME FROM "BOBIT PUBLISHING COMPANY" TO "BOBIT BUSINESS MEDIA INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF JUNE, A.D. 2004, AT 6:58 O'CLOCK P.M.

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



0624826 8100

040408006

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3145699

DATE: 06-02-04

TRADEMARK
REEL: 003066 FRAME: 0771

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:53 PM 06/01/2004
FILED 06:58 PM 06/01/2004
SRV 040408006 - 0624826 FILE

CERTIFICATE OF AMENDMENT OF
CERTIFICATE OF INCORPORATION OF
BOBIT PUBLISHING COMPANY

BOBIT PUBLISHING COMPANY, a corporation duly organized and existing under the laws of the State of Delaware, does hereby certify as follows:

1. By action in lieu of a meeting by the Board of Directors of the corporation, a resolution was duly adopted setting forth a proposed amendment to the Certificate of Incorporation of the corporation, declaring such amendment to be advisable and directing that such amendment be submitted to the stockholders of the corporation entitled to vote thereon for consideration. The resolution setting forth the proposed amendment is as follows:

BE IT AND IT HEREBY IS RESOLVED by the Board of Directors of **BOBIT PUBLISHING COMPANY** that it is advisable, and this Board of Directors does hereby so declare, that the Certificate of Incorporation of this corporation be changed and amended by amending Articles First and Fourth of said Certificate of Incorporation so that said Articles First and Fourth, as so changed and amended, shall be and read as follows:

"FIRST: The name of the corporation is
BOBIT BUSINESS MEDIA INC."

"FOURTH: The total number of shares of stock which the corporation shall have authority to issue is One Hundred Thousand (100,000) and the par value of each of such shares is One Hundred Dollars (\$100.00);

"Fifty Thousand (50,000) shares of said stock, of the par value of One Hundred Dollars (\$100.00) each, shall be designated Class A common stock and the remaining Fifty Thousand (50,000) shares, of the par value of One Hundred Dollars (\$100.00) each, shall be designated Class B common stock. Each of the one hundred fifty (150) shares, of the par value of One Hundred Dollars (\$100.00), heretofore issued and outstanding on December 17, 1979, is hereby changed, and reclassified into, and designated as, one (1) share, of the par value of One Hundred Dollars (\$100.00), of Class A common stock, and each of the certificates heretofore issued for said one hundred fifty (150) shares shall be exchanged for a certificate for a like number of shares of Class A common stock.

"The Class A common stock and the Class B common stock shall participate equally and ratably, share and share alike, in all dividends and all distributions of assets, with the exception that any and all dividends payable in shares of Class A common stock shall be declared and paid only to the holders of the Class A common stock without the necessity of any payment or distribution of any such shares or of any other dividend or distribution of any kind to the holders of the Class B common stock, and that any and all dividends payable in shares of Class B common stock shall be declared and paid ratably, share and share alike, to the holders of the Class A common stock and the holders of the Class B common stock, or solely to the holders of Class B common stock.

"Each share of Class A common stock shall entitle the holder thereof to one vote on all questions, unless otherwise provided by law. The holders of the Class B common stock shall have no voting rights or powers, except as otherwise provided by law.

"No holder of any share or shares of stock of the corporation, now or hereafter authorized, other than the holders of the Class A common stock, shall have any pre-emptive right to purchase, subscribe for or acquire any shares of stock of the corporation of any class or series now or hereafter authorized or any securities convertible into, or exchangeable for, any such shares. The holders of the Class A common stock shall have a pre-emptive right to subscribe for and purchase, equally and ratably, any such shares of stock or any such other securities now or hereafter issued by the corporation.

"Every holder of Class B common stock shall have the prior right and option to purchase, in an amount proportionate to the ratio of the number of shares of that stock held by him to the total number of shares thereof then outstanding and entitled to such right and option, and at a price equal to the book value thereof, shares of that stock which any other holder thereof may desire, or be compelled, to sell for any reason.

"Every holder of Class B common stock and every executor, administrator or conservator of the estate of any deceased or incompetent holder of that stock and every purchaser of any shares of that stock sold on execution or at any judicial sale, who desires, or is compelled, to sell shares of Class B common stock of the corporation shall forthwith offer such shares for sale to the remaining holders of the Class B common stock. Such offer shall be made by notification thereof in writing to the corporation, which shall forthwith notify all other holders of the Class B common stock in writing of their aforesaid right and option to purchase their proportionate shares of such stock within thirty (30) days from the date of the mailing of such notice. In the event that said options shall be exercised as to part only of the shares subject thereto, the holders who have exercised such right shall have a further option for the same respective periods thereafter to purchase the remainder of said shares, in amounts proportionate to their respective holdings and at the same price.

"In the event of the death of a holder of Class B common shares of stock, if the corporation desires to purchase said shares from the deceased holder's estate, the said option to the other holders to purchase the shares will not apply. In the event the corporation declines to purchase said shares then the said option to the other holders shall apply.

"Book value of shares shall be computed and fixed by the regular accountant for the corporation from the books of the corporation as maintained by him in accordance with

generally accepted principles of accounting, and shall be determined by him as of the last day of the second calendar month immediately preceding the date upon which the option to purchase becomes effective. If at that time there is no regular accountant or if the regular accountant is unwilling or unable to act, the Board of Directors shall designate another person, firm or corporation to act in his stead. Payment for the shares shall be made within fifteen (15) days after notification to the shareholder or to his representative or successor in interest of the exercising of the aforesaid option, against delivery of the certificate for the shares duly endorsed or otherwise assigned.

"Good will shall not be included in computing the book value of shares of the Class B common stock for the purpose aforesaid. In case the event giving rise to an option to purchase Class B common stock as aforesaid is the death of a holder of shares of that stock and insurance was carried upon that stockholder by and in favor of the corporation, the cash surrender value of the policy as carried on the books of the corporation shall be included in fixing such value, but shall be the sole value attributable to such policy.

"In the event that the holders of the aforesaid option to purchase shares of Class B common stock shall fail to exercise their options as to any such shares, the holder of those shares shall be free to sell said shares, subject only to the consent of the corporation to any transfer as hereinafter provided. However, after such sale such shares and the holders thereof shall remain subject to all of the restrictions contained in this Article Fourth.

"The consent of the corporation is required for any proposed transfer of any share or shares of the Class B common stock, whether pursuant to an option as aforesaid or otherwise, and the approval of the corporation is required for the proposed transferee of any share or shares of the Class B common stock.

"Each holder of Class B common stock, for himself, his heirs, legal representatives and assigns, expressly agrees not to sell, assign, pledge or otherwise in any manner dispose or encumber any of his shares until the expiration of the period during which the option to the other holders of that stock hereinbefore provided shall be in effect.

"Every certificate for shares of the Class B common stock shall bear in a conspicuous place a legend in substantially the following language:

'This certificate, the holder thereof, and the shares of stock represented thereby are subject to the provisions and restrictions as to the sale, other disposition or transfer thereof as set forth in the Certificate of Incorporation,'

or such similar legend as the Board of Directors of the corporation may from time to time approve or require."

2. By action in lieu of a meeting, the holders of all of the outstanding shares of each class of stock of the corporation have given their written consent to such amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

3. Such amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation law of the State of Delaware.

4. The capital of the corporation will not be reduced under or by reason of said amendment.

IN WITNESS WHEREOF, BOBIT PUBLISHING COMPANY has caused this Certificate

of Amendment to be signed and attested by its duly authorized officers this 26 day of

MAY, 2004.

BOBIT PUBLISHING COMPANY

By [Signature]
Chairman and Chief Executive Officer

ATTEST:

[Signature]
Secretary

STATE OF CALIFORNIA)
) SS
COUNTY OF)
LOS ANGELES

BE IT REMEMBERED that on this 26 day of MAY, 2004, personally came before me, a Notary Public in and for the County and State aforesaid, EDWARD J. BOBIT, Chairman and Chief Executive Officer of BOBIT PUBLISHING COMPANY, a corporation of the State of Delaware, the corporation described in and which executed the foregoing Certificate, known to me personally to be such, and he, the said EDWARD J. BOBIT, as such Chairman and Chief Executive Officer, duly executed said Certificate before me and acknowledged the said certificate to be his act and deed and the act and deed of said corporation; that the facts stated in said Certificate are true, that the signatures of the said Chairman and Executive Chief Officer and of the Secretary of said corporation to said foregoing Certificate are in the handwriting of the said President and Secretary of said corporation, respectively; and that the seal affixed to said Certificate is the common or corporate seal of said corporation.

IN WITNESS WHEREOF I have hereunto set my hand and seal of office the day and year aforesaid.

[Signature]
Notary Public

